



TROY YOUTH FOOTBALL ASSOCIATION BYLAWS

The most current edition of Robert Rules of Order Modern Edition shall be used to settle any procedural disputes regarding these Bylaws, and will prevail in all cases not in conflict with these Bylaws. Additionally, all meetings will be run in accordance with the procedures established in the most current edition of Robert Rules of Order Modern Edition.

ARTICLE I: NAME

A. NAME OF THE ORGANIZATION

1. The name of this organization shall be the "Troy Youth Football Association".
2. The general purposes for which the Association is organized and is to be operated are to receive and administer funds exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 as from time to time amended (the "Code") or the corresponding provision of any future United States Internal Revenue law. In particular, but not by limitation, the purposes of this Association are listed within this document. This Organization may receive and administer funds, acquire, invest, dispose of and deal with real and personal property and interests therein, and apply gifts, contributions, bequests and devises, and the income of the proceeds thereof, in furtherance of the provisions of the Michigan Nonprofit Corporation Act (the "Act") and by the Articles of Incorporation (the "Articles") and these Bylaws. Notwithstanding any other provision of the Articles or these Bylaws, the Organization shall not carry on any other activities not permitted to be carried on by the organization exempt from federal income tax under Code Section 501(c)(3), or by a organization, contributions to which are deductible under Code Section 170 (c) (2).
3. The Troy Youth Football Association is a duly formed and recognized franchise of the League currently participating in and also does business as and is recognized as the "Troy Cowboys", "TYFA" and "TC".
4. The terms Troy Youth Football Association, Troy Cowboys, TYFA and TC shall be recognized as synonymous as referenced throughout this and other official documents of this organization.
5. The Troy Youth Football Association hereafter, "TYFA".

ARTICLE II: PURPOSE & COMMITMENT

A. PURPOSE OF THE ORGANIZATION

1. The purpose of the TYFA is the organized commitment to the development of the athletic capabilities of young people in a safe and encouraging environment. Through involvement of organized team sports of football and cheerleading, and through related activities, the TYFA strives to promote a physical, mental and moral

sense of well-being in all of the program's participating youth. TYFA endeavors to teach its participating youth that dedication and commitment to a common cause benefit not only the team, but the individual as well. TYFA is committed to having its participating youth develop a keen sense of competition, exhibit true sportsmanship and understand the meaning of fair play. TYFA intends that its program will teach its participating youth that each player is capable of more than he or she thinks and that there should never be any shame as long as each player gives an honest effort. By promoting these values, TYFA provides the opportunity of instilling a positive attitude in the boys and girls in its community, which in turns benefits the participants and society as a whole.

B. COMMITMENT OF THE ORGANIZATION

1. The TYFA is committed to providing a competent and trained coaching staff, safe practice and game facilities, and adequate and approved equipment for participation in its activities in order to protect the health and welfare of its participating youth.
2. The Organization shall not carry on any other activities not permitted to be carried on: a) by the organization exempt for federal income tax under Section 501 (c) (3) of the Code, or as such provision may be amended; or by b) by the organization, contributions to which are deductible under Section 170(c) (2) of the Code, or as such provision may be amended.

ARTICLE III: MEMBERSHIP

A. DEFINITION OF MEMBERSHIP

1. TYFA membership is open to the parents/guardians of all of the program's participating youth, and exceptions listed in Article III, Section (C), (5) and (6).
2. No more than a total of two parents/guardians of a child will be allowed TYFA membership.
3. All members, parents/guardians and participants of this organization shall comply with the TYFA Bylaws and all future Bylaws amendments.
4. All members, parents, and guardians of the TYFA participants shall be considered volunteers and shall not receive any compensation.
5. Each family will be required to fulfill a minimum number of volunteer activities. A set number of activities will be determined by the Executive Board, prior to the first game of each calendar season. Because of the different number of home games, the number of volunteer activities may change.

B. DEFINITION OF VOTING MEMBERSHIP

1. TYFA Voting Membership is defined as a parent/guardian of an active participant(s) in TYFA who have paid all TYFA dues, fees and expenses and are otherwise in good standing, and,
2. Has met the requirements listed in the section above, "Definition of Membership."

C. REQUIREMENTS FOR VOTING MEMBERSHIP

1. To obtain a Voting Membership status, all prospective members must attend eight (8) of the regularly scheduled monthly general membership meetings within the previous twelve (12) month rolling period.
2. To maintain Voting Membership status, all voting members must attend sixty-six percent (66%) – which is approximately 8 meetings - of the regularly scheduled monthly general membership meetings within the previous twelve (12) month rolling period. Example of a previous 12 month rolling period: Meeting attendance as of the May 2018 general membership meeting is calculated from the 12 month rolling period from the May 2017 meeting to the April 2018 meeting.
3. Attendance at meetings shall be in person or by electronic, telephonic or video conferencing where all parties can hear and exchange dialogue in real time, if this capability is available. This in no way obliges the TYFA to provide this service, but rather is recognized as means if available.
4. General membership meeting attendance credit shall be given to any member whose presence is required at a mandatory league event or other TYFA business occurring at the same time as a TYFA general membership meeting.
5. Any person who does not have a participating youth in the program but was granted TYFA voting privileges while previously having a participating youth in the program may be allowed to keep his or her membership if he or she is currently serving as a TYFA Executive Board member, coach or other TYFA position, is current and in good standing and maintains their voting privileges as outlined in this section.
6. Any person who is not the parent/guardian of a participating youth in the program but who has met the voting membership requirements may obtain voting privileges as long as they are nominated by another voting member in good standing, and following an approval vote by a simple majority of the voting membership.
7. As long as the Troy Cowboys is classified as a 501(c) (3) organization, proxy votes will be eliminated.

D. DURATION OF MEMBERSHIP

1. Membership will continue as long as a person maintains membership in good standing, and will cease upon resignation or dismissal from the TYFA.
2. If a voting member in good standing, or in process of becoming a voting member, has to leave the program due to a Military reason, they will maintain their current meeting attendance until they return. For example, if they have attended six current meetings, and they have to report to military duty, when they return to the next meeting that will be meeting number seven.

E. RESIGNATION / TERMINATION OF MEMBERSHIP (including VOTING MEMBERSHIP)

1. A TYFA member's membership will terminate when:
 - a. the member submits a written or verbal request for such termination, to the TYFA Executive Board,
 - b. or loses their voting privileges by falling below the 66% rule,

- c. or when the Member no longer has a child in the program, with the exception to this is listed in this section under (C), (5) and (6).
 - d. or fails to be a member in good standing via nonpayment of dues, fees and expenses.
2. The Executive Board will respond either in written and/or verbally to the request. Resignations are considered final and cannot be rescinded.

F. SUSPENSIONS AND EXPULSION

1. The Executive Board or the President shall have the authority to suspend a member and any offices held by such member for cause as follows:
 - a. For conduct which, in the opinion of the Executive Board or the President, disturbs the order, welfare, dignity, character, interest, business or harmonious operations of the TYFA,
 - b. The Executive Board will advise the suspended member of his or her suspension in writing. Further, a hearing may be held before the Executive Board/TYFA Voting Membership (see below) at a special meeting, provided fifteen (15) days' notice has been given for said meeting OR at the next regularly scheduled TYFA meeting following the suspension, whichever occurs first.
 - c. The suspended member in question has the option of holding their hearing before the Executive Board or the TYFA Voting Membership.
2. The TYFA Voting Membership must approve by a vote of not less than two-thirds (2/3) majority in order for any suspension to become an expulsion.

G. REINSTATEMENT

1. Any member, whose membership is suspended as provided for in Article III, Section F, shall have his/her membership reinstated, along with any offices held by the suspended member, if a vote in excess of two-thirds (2/3) majority is reached by the TYFA Voting Membership.

H. NON-TRANSFERABILITY OF MEMBERSHIP

1. Membership in the TYFA is non-transferable and non-assignable.

I. MISSION OF THE VOTING MEMBERSHIP

1. The TYFA Voting membership shall maintain the quality and integrity of the TYFA.

J. DUTIES AND RESPONSIBILITIES

1. The Voting Membership will perform the following functions:
 - a. Elect Executive Officers by a written ballot, to oversee the daily operations of the TYFA.
 - b. Vote on matters brought to the Voting Membership by the Executive Board.
 - c. Vote on matters concerning the expenditure of TYFA funds over \$500.00 (five hundred). Unless a contracted rate over \$500 has already been approved.

- d. Expenditures under \$500.00 (five hundred) must have the approval of the President and Treasurer prior to purchasing any items and this does not require a vote.
- e. Maintain control over the usage of the TYFA, Troy Cowboys, TYFA and TC insignia and logos.
- f. Oversee the TYFA treasury and financial books, which will be reviewed by a C.P.A. annually. The Voting Membership may, at the direction of a simple majority of the membership, call for an audit of the financial records at any time.
- g. Background checks will be performed annually on all head coaches, assistant coaches, team parents and executive board members.

ARTICLE IV: EXECUTIVE BOARD

A. DEFINITION OF THE EXECUTIVE BOARD

1. The Executive Board shall consist of the following elected officers:
 - a. President
 - b. Executive Vice President
 - c. Vice President of Operations
 - d. Secretary
 - e. Treasurer
 - f. Football General Manager
 - g. Cheerleading General Manager
 - h. and may consist of certain appointed positions as outlined in Article IV, Executive Board, Section (D) (2), Appointed Officers.
2. The Executive Board shall preside over the daily operations of the TYFA.
3. No more than one parent/guardian of a child will be allowed to serve concurrently on the Executive Board as an elected Officer.

B. MISSION OF THE EXECUTIVE BOARD

1. The Executive Board shall maintain the quality and integrity of the TYFA and shall be responsible for the daily operations of the organization.

C. DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE BOARD

1. The Executive Board will conduct all business of the TYFA including but not limited to:
 - a. Preside over the daily operations of the TYFA.
 - b. Report monthly to the Voting Membership on all TYFA operations.
 - c. Present new business upon which a vote of the Voting Membership is required at the Voting Memberships' regularly scheduled meetings.
 - d. Represent and conduct business of the TYFA in the Oakland Macomb Youth Football Association (OMYFA). The Executive Board is responsible for representing at least 1 person from football and 1 person from cheer to the OMYFA League Meetings.

- e. Maintain rosters of all members of the Executive Board, the Voting Membership and TYFA active participants and their families.
- f. Select and appoint by ballot, all head coaches for the football and cheerleading programs, after consultation with respective General Managers.
- g. Maintain control over the usage of the Troy Youth Football Association, Troy Cowboys, TYFA and TC insignia and logos.
- h. Maintain and oversee the TYFA finances, budget and financial records, which will be reviewed by a C.P.A. annually.
- i. Issue a newsletter or other communications to the TYFA participating families regarding practices, games, special events, and developments of interest to the organization as a whole.
- j. Oversee the management of property owned by the TYFA. Oversee the approval process of Assistant Coaches.
- k. No part of any earnings, fees or fund raising shall be distributed to any TYFA members, trustees, officers, staff members or other private persons as compensation for any services rendered to the TYFA.
- l. Perform all other such assignments as may be requested by the Voting Membership, or as may be in the best interests of the TYFA.
- m. The Executive Board shall provide a proposed a budget for the upcoming year by the February meeting.
- n. The Executive Board shall provide a final budget for the upcoming year by the March meeting. Budget shall obtain an approval vote by a simple majority of the voting membership
- o. When items/equipment/merchandise needs to be purchased, there must be a minimum of two (2) and a maximum of three (3) price quotes submitted and approved by the Executive Board prior to purchase, if over five hundred (500) dollars. Unless the item is included in the approved budget for the current year or is a previously approved contracted rate.

D. COMPOSITION OF THE EXECUTIVE BOARD

1. Elected Officers:

- a. The elected officers of the Executive Board shall consist of the following who will be elected by a simple majority vote of the TYFA Voting Membership.
 - i. President
 - ii. Executive Vice President
 - iii. Treasurer
 - iv. Vice President of Operations
 - v. Secretary
 - vi. Football General Manager
 - vii. Cheerleading General manager
- b. Voting and non-voting members can be nominated and elected as an executive board member and president. With immediate voting rights, as they are an officer of the organization and have a fiduciary duty to the TYFA. See Section C. Requirements of voting membership.

2. Appointed Officers:
 - a. The President shall be able to make the optional appointment of the following support officers. Each office may be filled by more than one person if the need arises.
 - i. Registrar
 - ii. Assistant Football General Manager
 - iii. Assistant Cheerleading General Manager
 - iv. Special Events Manager
 - b. The Football General Manager shall be able to make the optional appointment of the following support officer:
 - i. Football Equipment Manager
 - c. The Cheerleading General Manager shall be able to make the optional appointment of the following support officer:
 - i. Cheerleading Equipment Manager
 - d. The Vice President of Operations shall be able to make the optional appointment of the following support officers:
 - i. Volunteer Commitment Manager
 - ii. Concessions Manager

E. DUTIES OF EXECUTIVE BOARD OFFICERS

1. The President shall be the chief executive officer of this organization and shall preside over all meetings of the Executive Board and Members. At all such meetings, he/she shall maintain order and require strict compliance with these Bylaws, and such rules and regulations that may be adopted pursuant hereto. While occupying the chair, he/she:
 - a. shall have general supervision over all business activities of this organization and shall be responsible for the effectuation of all policies stated by the Executive Board and all orders and resolutions pursuant thereto.
 - b. shall appoint all non-elected officers of the Executive Board unless otherwise precluded by these Bylaws.
 - c. shall appoint members of all standing and special committees.
 - d. shall designate the chairperson of any committee unless otherwise precluded by these Bylaws. The President may serve as an ex-officio member on all committees.
 - e. shall along with the Secretary, sign all contracts and other official documents authorized by the Voting membership or the Executive Board.
 - f. shall approve of all marketing/print materials/social media content/logo usage etc, of this organization.
 - g. shall schedule all Executive Board meetings.
2. The Executive Vice President shall execute the duties of the office of the President in the absence of the President. While occupying the chair, he/she:
 - a. is recognized as the chair of all fundraising activities and standing or special committees formed for such activities for the organization

- b. is responsible for the organization and tracking of all fundraising and sponsorship activities, inclusive of securing the necessary volunteer staff and securing the necessary raffle licensure.
 - c. is responsible to notify members of any fundraising events / activities.
 - d. is responsible for the ordering, inventory, sale and organization of on hand merchandise of this organization.
 - e. is responsible for the supervision of the merchandise sales area and merchandise trailer.
 - f. shall execute all other such assignments as may be ordered by the Voting Membership or the President, which may include presiding at Membership meetings and/or Board meetings, at the request of the President.
3. The Secretary shall be responsible for all TYFA books, documents, papers, and records not otherwise entrusted, temporarily or permanently, to other officers or to standing/special committees. While occupying the chair, he/she:
- a. shall transcribe all minutes of meetings of the TYFA General Membership meetings, and shall email the minutes to all meeting attendees for immediate review, amendment and electronic approval.
 - b. when so required, the Secretary shall conduct the general correspondence of the TYFA.
 - c. shall preserve in the books of this corporation the true minutes of the proceedings of all meetings of the Board of Directors and all meetings of members.
 - d. shall give all notices required by these Bylaws, resolutions, or stature of the State of Michigan.
 - e. shall maintain a complete roster of all members in good standing, together with their voting status.
 - f. along with the President, shall sign, and shall attest and seal all duly authorized and approved contracts of the TYFA, and keep copies thereof in his/her files.
 - g. shall be responsible for tracking edits for the purpose of making revisions to these Bylaws.
 - h. shall submit the minutes for approval or amendment at the next regularly scheduled general meeting,
 - i. shall, at the expiration of his/her term of office, deliver to his/her successor, the seal and all books papers, documents, and records in his/her possession within 7 days.
4. The Treasurer shall be the custodian of all corporation funds and shall keep accurate accounts of all receipts and disbursements of the corporation in the books belonging to the corporation and shall deposit all moneys in the name of the corporation in such depositories as may be designated for that purpose by the Board of Directors. While occupying the chair, he/she:
- a. shall keep under their supervision full and accurate account of the financial transactions of the organization, in the books belonging to the TYFA which will be open, at all times to inspect by the Executive Board.

- b.** shall disburse the funds of the organization as authorized by the Board, taking proper vouchers for same and shall render to the Board at their regular meetings, and whenever requested by them, an account of all his/her transactions and of the financial condition of the organization.
 - c.** shall deposit all funds collected in a bank approved by the Voting Membership.
 - d.** shall set up special accounts for special funds and allocate to each, respectively, the amounts allocated or collected thereof.
 - e.** shall make monthly financial reports to the Voting Membership regarding the TYFA account(s).
 - f.** shall supervise the entrance gate area.
 - g.** shall book schedule/book the rooms for TYFA usage.
 - h.** shall secure an additional manual count with signature from any other Board Member when performing an end of event cash count.
 - i.** shall be responsible for the disbursement of and tracking of tickets involved in the fundraising raffle.
 - j.** shall at the expiration of his/her term of office, deliver to his/her successor all monies, securities, books, logins, documents and records in his/her possession within 7 days.
- 5.** The Vice President of Operations shall preside over the organization and execution of operational events and activities of this organization, and will ensure that there are volunteers assigned to each required task. While occupying the chair, the Vice President of Operations:
- a.** shall also coordinate all TYFA volunteer activities and perform all duties therein.
 - b.** may designate the minimum number of volunteer opportunities each member is required to complete to prevent disruption to TYFA game day operations and general operation activities.
 - c.** shall order the necessary concession items and shall supervise the concessions area.
 - d.** shall be responsible for the tracking of each member's volunteer commitments. The Vice President of Operations will report to the Secretary when any member has failed to complete their minimum volunteer activities.
 - e.** is responsible to notify membership of any operational events/activities.
 - f.** will keep records of specific jobs that need to be completed by volunteers, both for game day operations and general operational activities and will ensure that there are volunteers assigned to complete those tasks.
- 6.** The Football General Manager shall be responsible for the football operations of this organization. While occupying the chair, he/she:
- a.** shall be responsible for the team's compliance with TYFA and OMYFA rules and regulations.
 - b.** may also act as one of two TYFA representatives to the League.

- c. may assign duties or designate unit positions as deemed necessary but shall retain responsibility and authority for all personnel and activities on the practice and/or game fields.
 - d. shall supervise the football coaches, make player squad assignments, supervise the safety of football players, and enforce OMYFA and TYFA rules regarding eligibility of players,
 - e. shall schedule practices, scrimmages and games,
 - f. shall annually consult with the Executive Board concerning his/her suggestions for head coaches for the next season which will be voted on in the month of February. If the General Managers suggested head coaches are not approved by the voting members, nominations will be taken from the floor at this (February) meeting, voted on until coaches are approved. In the event no nominations are accepted during the voting process, the Executive Board has the binding authority to appoint a head coach for the open position. The Football General Manager may serve as both General Manager and coach during the season. A coaching position may not interfere with the General Manager's duties. If for any reason, the Football General Manager cannot attend a football game day, for any or all games, it will be the responsibility of the following officers to conduct the Football General Managers duties, in the order listed:
 - i. the Assistant Football General Manager
 - ii. Vice President of Operations
 - iii. the Executive Vice President
 - iv. the President.
7. The Cheerleading General Manager shall be responsible for the cheer operations of this organization. While occupying the chair, he/she:
- a. shall be responsible for the team's compliance with TYFA and OMYFA rules and regulations.
 - b. may also act as one of two TYFA representatives to the League.
 - c. may assign duties or designate unit positions as deemed necessary but shall retain responsibility and authority for all personnel and activities on the practice and/or game fields/competition areas.
 - d. shall supervise the cheer coaches, make cheerleader squad assignments, supervise the safety of cheerleaders, and enforce OMYFA and TYFA rules regarding eligibility of cheerleaders.
 - e. shall schedule practices and be familiar with the game schedule as executed by the Football General Manager,
 - f. shall annually consult with the Executive Board concerning his/her suggestions for head coaches for the next season which will be voted on in the month of February. If the General Managers suggested head coaches are not approved by the voting members, nominations will be taken from the floor at this (February) meeting, voted on until coaches are approved. In the event no nominations are accepted during the voting process, the Executive Board has the binding authority to appoint a head coach for the open

position. The Cheerleading General Manager may serve as both General Manager and coach during the season. A coaching position may not interfere with the General Manager's duties. If for any reason, the Cheerleading General Manager cannot attend a football game day, for any or all games, it will be the responsibility of the following officers to conduct the Cheerleading General Managers duties, in the order listed:

- i. the Assistant Cheerleading General Manager
- ii. the Varsity Cheerleading Head Coach
- iii. the Vice President of Operations
- iv. the Executive Vice President

8. If for any reason or situation any Executive Board Officer is vacant when it is time to nominate / assign volunteers to a position, the responsibility will automatically default to the President to make such nomination or assignment. It will be the Executive Board's responsibility to carry out the duties of the vacant office until it is filled.

9. DUTIES OF APPOINTED BOARD MEMBERS

- a. The Registrar shall be responsible for all registration activities for the football and cheer teams. He/she:
 - i. shall work directly with the Football General Manager and the Cheerleading General Manager in maintaining registration documents, papers and participant rosters and ensuring that any and all documents, as may be required by the TYFA and/or the OMYFA, are completed correctly and available at practice and game fields as required.
 - ii. may, at their discretion, split the registration duties to an assistant or co-registrar.
 - iii. be responsible for collecting, assembling and delivering the official books to the league for all team rosters.
 - iv. will perform all required background checks. The Treasurer will be engaged to handle all financial aspects of the registration process.
- b. The Football Equipment Manager shall be the custodian of all equipment owned by the organization. The Football Equipment Manager shall be responsible for the ordering, storage, inventory, maintenance, and administration of the equipment when directed by the Board.
 - i. All football coaches are responsible for putting away practice equipment.
 - ii. All football coaches shall assist Equipment Manager in all equipment handouts and returns.
- c. The Cheerleading Equipment Manager shall be responsible for the ordering, disbursement, collecting, maintenance, and storage arrangements of the TYFA cheer equipment.
- d. The Special Events Manager shall be responsible for planning Pep Rally, Picture Day, Homecoming Game, Pink Out Game, and Awards Banquet. This includes preparing budgets for board approval, working with Vice President

of Operations/Volunteer Commitment Manager to secure needed volunteers, writing home game announcer scripts for submission to the board, obtaining quotes and renting needed venues/equipment, promoting events, and overseeing events to ensure they run smoothly.

F. TERM OF OFFICE AND ELECTIONS

1. The TYFA Executive Board Officers shall be elected for a term of one (1) year, with their term commencing on January 1st and ending on December 31st, of the current year.
2. The elected Executive Board officers shall be nominated at the Annual Meeting held on the third (3rd) Tuesday of November. Must be a current TYFA member in good standing to be nominated.
3. Elections will be held the following meeting in December. A vote of two-thirds (2/3) of the Voting Membership present at the Annual Meeting shall be required to elect Executive Board officers.
4. Nominations and elections will not be held at the same meeting.
5. Members nominated for an elected office on the Executive Board, acknowledge their candidacy for that office by accepting the nomination.
6. There is no limit to the number of terms a member may serve in office at any level if so elected.
7. All members of the Executive Board shall have one vote.
8. Appointed Officers serve at the pleasure of the President and the President may change appointments at any time.

G. REMOVAL FROM AND VACANCIES ON EXECUTIVE BOARD

1. The entire Executive Board or any individual officer may be removed from office at any time by a simple majority vote of two-thirds (2/3) of the Voting Membership.
2. If any or all officers are so removed, then new officers shall be elected at the same meeting and will hold office for the remainder (the current year) of the removed officer's term. These new officers are still required to meet the required attendance as stated in Article III, Membership, Section (C) (2).
3. Any member of the Executive Board who is absent from two (2) consecutive Executive Board meetings and/or regular meeting without an acceptable reason may be replaced at the discretion of the Voting Membership. A vote of two-thirds (2/3) is required for this replacement to occur.
4. Exceptions to attendance requirements occur when handling TYFA business that conflicts with the meeting scheduled.
5. A meeting shall be held within 15 days OR at the next regularly scheduled Voting Membership Meeting, whichever occurs first, to determine a replacement for the removed Executive Board member. This meeting is open to all voting members. A vote on replacement shall take place at said meeting and if replacement is desired, a nominee will be confirmed by majority vote of all voting members present.

6. In the event of death, resignation, or termination of any member of the Executive Board, the President shall call a special Executive Board meeting. At this time, the Executive Board will appoint an individual to replace the departed member, until which time the membership can vote at the next regular meeting on a permanent replacement for the vacant position.
7. If the individual in question should be the President, the Executive Vice President shall fulfill the President's duties for the remainder of his or her term of office and a new Executive Vice-President shall be elected.

ARTICLE V: GRIEVANCES & COMPLAINTS

A. GRIEVANCE PROCEDURE

1. A participant or family member having a grievance or dispute on operational matters of the Troy Youth Football Association must proceed to resolve the matter in the following manner:
 - a. Discussion of the matter with the Football General Manager or Cheerleading General Manager whichever is appropriate to make the decision for the participant based upon their squad assignment, and
 - b. Discussion of the matter with a Vice President
 - c. Discussion of the matter with the President
2. Before the removal of a football or cheerleading coach, the appropriate General Manager will meet with the President and a Vice President (at the same time) to discuss the matter before any action is taken. It will be the majority rule, of the Executive Board on the final decision.
3. Discussion of the matter with the Executive Board
4. Discussion of the matter with the Membership.

B. GRIEVANCE DISPOSITION

1. After the process has elevated to the Board of Directors, the voting membership of this organization, their decision on the matter shall be considered final and binding.

ARTICLE VI: EXECUTION OF INSTRUMENTS

A. CHECKS

1. All checks, drafts and orders for payment of money shall be signed in the name of the Troy Youth Football Association and may be countersigned by Executive Officers and agents that the Board of Directors and these Bylaws designate for that purpose. Signature authority is outlined in Article IV, Executive Board; Section E, Duties of Executive Board Members; Number 1, of this document.

B. CONTRACTS, CONVEYENCES AND OTHER WRITTEN INSTRUMENTS

1. The Executive Board or their designated agents shall have the power and authority to execute agreements and instruments on behalf of the organization.

C. FISCAL YEAR

1. The fiscal year of the TYFA shall be from January 1st through December 31st.

ARTICLE VII: PARTICIPANTS

A. ELIGIBILITY OF PARTICIPANTS

1. The TYFA football players and cheerleaders shall meet all requirements of the Troy Youth Football Association and OMYFA, to be eligible to participate.

B. REGISTRATION OF PARTICIPANTS

1. Participant registration shall be conducted annually, supervised by the Football General Manager and Cheerleading General Manager and administered by the Registrar.
 - a. Participant registration will be completed in two (2) segments. The first segment shall be for returning participants, approximately one month prior to the second segment which shall be for new participants. The books for adding new players shall remain open until the league requires that they are due, or capacity has been reached.
 - b. Returning participants shall be defined for registration purpose in the following manner:
 - i. A football player or cheerleader who has participated and completed the season in the year previous to the year for which registration is being conducted.
 - ii. A sibling who has not previously registered for the Troy Youth Football Association of a returning football player or cheerleader who has participated and completed the season in the year previous to the year for which registration is being conducted.
 - iii. If a player quits the program in the previous season and wants to return in the current season, the child forfeits his/her rights, as a sibling or returning player status. They will be considered a new player. Therefore, will hold the same rights as a new participant. There is one exception here and that is if there is a medical reason the child has to leave the program.
 - c. New participants shall be defined for registration purpose in the following manner:
 - i. A youth who was not registered for the prior year in the Troy Youth Football Association.
 - ii. If a player quits the program in the previous season and wants to return in the current season, they will need to register as a new participant. If there are a limited number of openings, and more participants then openings, all participants will go waiting list, with all other participants for the squad they qualify for.

- iii. If a participant should leave for another organization, all previous rights and eligibility is forfeit, including any attendance / voting rights of the parent/guardian.
2. Participants shall be required to complete all registration forms of the TYFA in their entirety in order to be eligible to be assigned to a squad.

C. ASSIGNMENT OF PARTICIPANTS

1. The Football General Manager and Cheerleading General Manager shall have complete authority regarding all squad assignments, during practice(s) within the parameters that no such assignment is in direct conflict with the League (OMYFA) rules. If a situation arises where the General Manager has concern for a participant, they will bring the issue to the President (a Vice President if the President is absent) to resolve the matter.
2. If a participant should leave for a season due to a medical condition, the Cowboys will retain a position for the child on the squad in which he/she is eligible for, upon his/her return the following year.

D. SQUAD SIZE

1. The Football General Manager and Cheerleading General Manager, along with the President, shall decide on the number of participants for each squad, along with input from the Head Coach of the squad(s) in question.
 - a. Each football squad can be capped at 30 participants. Additional participants are at the discretion of the Football General Manager, Head Coach, and the President.
 - b. Each cheer squad can be capped at 20 participants. Additional participants are at the discretion of the Cheer General Manager, Head Coach, and the President.

E. WAITING LISTS

1. In the case of full rosters, children will be placed on a waiting list.
 - a. If spots open on the roster, children will be invited to join in the following order:
 - (1) returning players
 - (2) siblings of rostered players
 - (3) Troy resident/Troy School District student
 - (4) general public.
 - b. Once accepted from the waiting list, participants have 7 days to complete the registration; if the registration from the waiting list is not complete within 1 week, the spot will be given to the next waiting list participant.
 - c. No fee will be assessed for simple placement of the waiting list.

ARTICLE VIII: MEETINGS

A. LOCATION OF MEETINGS

1. Meetings for conducting the business of this organization shall be held within the geographical limits of the City of Troy, Oakland County, Michigan.

B. ANNUAL MEETINGS

1. An annual meeting of the Board of Directors shall occur for the purpose of electing officers of the Executive Body of the Board of Directors.
2. This meeting shall occur on the third Tuesday of November at a location and time as selected by the Executive Board.
3. This meeting shall also serve and comply as the monthly general membership meeting for November as required in Article IV, Executive Board, Section (G), Terms of Office and Elections, Number (2).

C. MONTHLY MEETINGS

1. A monthly general membership meeting of the Board of Directors shall occur for the purpose of conducting business of the organization and for the Executive Board to make any reports as may be necessary.
2. This meeting shall occur on the third Tuesday of each month at a location and time as selected by the Executive Board.
3. In the event of a time and location change, notification of such change shall occur no less than five (5) days prior.
4. Monthly meetings are open to the public, however permission to speak will be at the discretion of the Executive Board.

D. SPECIAL MEETINGS

1. Special Meetings may be called by the President or the Executive Board to conduct
 - a. business of an emergent nature.
2. This meeting shall occur on a date and time as selected by the Executive Board.
3. A minimum of five (5) days notice may be required of any special meeting.
4. The Executive Board reserves the right to hold meetings with just the Executive Board members, to help prepare for upcoming events, as long as these meetings do not interfere with the regular scheduled monthly meetings.

E. QUORUM

1. A minimum of three (3) members of the Executive Board shall constitute a quorum.
2. A minimum of two thirds (2/3) of Voting members shall constitute a quorum.

3. The presence of the President or a Vice President shall be necessary for the transaction of business.

ARTICLE IX: FEES & SECURITY DEPOSITS

A. FEES

1. The Troy Youth Football Association shall have the ability to assess fees, dues and raise funds for the organization.
2. Fees per participant will be established to be used for the administration of the Troy Youth Football Association.
3. Fees charged by the Troy Youth Football Association are non-refundable if a participant leaves the organization following the reimbursement deadline.
4. If a family proves there is a hardship (examples: loss of job, death), it will be the decision of the President, a Vice President and the appropriate General Manager on how to resolve or help with the hardship.

ARTICLE X: AMENDMENTS

A. ABILITY TO AMEND THE BYLAWS

1. These Bylaws may be amended by resolution made proposing such amendment, and must be approved by not less than two-thirds of the approved voting Board of Directors.

B. PROCEDURE TO AMEND THE BYLAWS

1. The resolution for amendment shall be read to the Board of Directors at the meeting following its proposal. The resolution shall then be published in the minutes of the meeting at which time the amendments shall be considered and passed if affirmed by a two-thirds vote of the approved voting members in attendance.
2. The most current edition of Robert Rules of Order Modern Edition shall be used to settle any procedural disputes, and will prevail in all cases not in conflict with these Bylaws.

ARTICLE XI: PROHIBITED ACTIVITIES

A. ACTIONS JEOPARDIZING TAX STATUS

1. The Troy Youth Football Association shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under 501 (c) (3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States internal revenue law.

B. PRIVATE INUREMENT

1. No part of the net income or net assets of the Troy Youth Football Association shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons.
2. To maintain Troy Cowboys 501(c)(3) status we will need to follow the information in the addendum in this document.

C. NON-DISCRIMINATION

1. In the conduct of all aspects of its activities, the Troy Youth Football Association shall not discriminate on the grounds of race, color, religion, creed, national origin or gender.

D. MONIES

1. Certain TYFA financial activity will be provided to active TYFA members upon reasonable request. No personal information regarding other TYFA members shall be disclosed. Recent TYFA financial activity will be provided at monthly General Membership Meetings. Detailed financial information shall be provided for accountants, attorneys, government agencies, or a court order.

ARTICLE XII: EXISTENCE

A. TYPE OF EXISTENCE

1. The Troy Youth Football Association shall exist as a non-profit organization.

B. TERM OF EXISTENCE

1. The Troy Youth Football Association shall have a perpetual existence.

C. DISSOLUTION

1. The Troy Youth Football Association may be dissolved by a majority vote of no less than two-thirds of the approved voting membership.
2. After paying or making provisions for the payment of all liabilities of the Troy Youth Football Associations and during this dissolution process the State of Michigan must be notified that the TYFA will no longer exist under Section 501(c)(3) organization.
3. The Troy Youth Football Association exists to develop the athletic abilities of young people within the City of Troy and surrounding communities not franchised to compete in the same league as the Troy Youth Football Association; and upon any such dissolution of this organization, all assets and equipment shall be distributed to the City of Troy, Parks and Recreation Department, which is a designated department of the City of Troy, Michigan, a recognized Municipal Corporation with tax-exempt status.

ADDENDUM: IRS Conflict of Interest Policy

Article I: Purpose

- A. The purpose of this Conflict of Interest Policy is to protect this tax-exempt organization's known as the Troy Youth Football Association, also called the Troy Cowboys and also called TC., interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Troy Cowboys Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II: Definitions

A. INTERESTED PERSON

1. Any Executive Board Member, coaching staff, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

B. FINANCIAL INTEREST

1. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
 - b. A compensation arrangement with the Troy Cowboys Organization or with any entity or individual with which the Troy Cowboys Organization has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Troy Cowboys Organization is negotiating a transaction or arrangement.
- C. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- D. A financial interest is not necessarily a conflict of interest. Under Article III, Membership, Section (A),(4), of this document, a person who has a financial interest may have a conflict of interest only if the appropriate governing board, or executive board or committee decides that a conflict of interest exists.

Article III: Procedures/ Conflict of Interest

A. DUTY TO DISCLOSE

1. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the executive board member, directors and members of

committees with governing board delegated powers considering the proposed transaction or arrangement.

B. DETERMINING WHETHER A CONFLICT OF INTEREST EXISTS

1. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, s/he shall leave the executive board or governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining executive board or committee members shall decide if a conflict of interest exists.

C. PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST

1. An interested person may make a presentation at the executive board or governing board or a Troy Cowboy meeting, but after the presentation, s/he shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
2. The chairperson of the executive board or governing board or voting membership shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the executive board or governing board or voting membership shall determine whether the Troy Cowboys Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the executive board or governing board or voting membership shall determine by a majority vote of the disinterested person(s) whether the transaction or arrangement is in the Troy Cowboys Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

D. VIOLATIONS OF THE CONFLICTS OF INTEREST POLICY

1. If the executive board or governing board or voting membership has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the executive board or governing board or voting membership determines if the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV: Records of Proceedings

A. The minutes of the executive board or governing board and all voting members present at the meeting with board delegated powers shall contain:

1. The names of the person(s) who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the executive board or governing boards or voting membership decision as to whether a conflict of interest in fact existed.
2. The names of the person(s) who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V: Compensation

- A. A voting member of the executive board or governing board or member who receives compensation, directly or indirectly, from the Troy Cowboys Organization for services is precluded from voting on matters pertaining to that member's compensation.
- B. A voting member of Troy Cowboys whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Troy Cowboys Organization for services is precluded from voting on matters pertaining to that member's compensation.
- C. No voting member of the Troy Cowboys Organization whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Troy Cowboys Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI: Annual Statements

- A. Each executive board member with delegated powers shall annually sign a statement which affirms such person:
 1. Has received a copy of the conflicts of interest policy,
 2. Has read and understands the policy,
 3. Has agreed to comply with the policy, and
 4. Understands the Troy Cowboys Organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII: Periodic Reviews

- A. To ensure the Troy Cowboys Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 1. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining,

2. Whether partnerships, joint ventures, and arrangements with executive board organizations conform to the Troy Cowboys Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII: Use of Outside Experts

- A. When conducting the periodic reviews as provided for in Article VII, of this document, the Troy Cowboys Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the executive board of its responsibility for ensuring periodic reviews are conducted.