

# *By Laws of the Monterey Bay Youth Football League*

## *MBYFL Executive Board Governing By Laws*

### **Article 1: General Operating Rules**

#### **Section 1: Objective of the Divisions:**

The objective of the Youth Sports Division is to give the youth boy or girl a physical outlet through athletics. We should hope that they would have fun and an enriching experience while learning some of the basic fundamentals of the game. In no way are these leagues designed or intended to produce a polished "Pro---Type" player. These leagues are set up and organized with the enjoyment of the children as the sole basis. The purpose of the Youth Sports Division is best served with as many children as possible practicing and playing.

#### **Section 2. Eligibility**

- A. Each board member must be a volunteer weather they have participating children in the league or not.
- B. Each board member is expected to act impartially and in the best interest of all 12 leagues.

#### **Section 3. Annual Meeting.**

An annual meeting shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at the time and place designated by the Board of Directors from time to time.

**Section 4. Special Meetings.** Special meetings may be requested by the President or the Board of Directors.

**Section 5. Notice.** Written notice of all meetings shall be provided under this section or as otherwise required by law. The Notice shall state the place, date, and hour of meeting, and if for a special meeting, the purpose of the meeting. Such notice shall be emailed to all directors and team presidents of record at the address shown on the corporate books, at least 10 days prior to the meeting.

**Section 6. Place of Meeting.** Meetings shall be held at a location set up by the secretary.

**Section 7. Quorum.** A majority of the directors and team representatives shall constitute at quorum at a meeting. In the absence of a quorum, a majority of the directors may adjourn the meeting to another time without further notice. If a quorum is represented at an adjourned meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The directors present at a meeting represented by a quorum may continue to transact business until adjournment, even if the withdrawal of some directors results in representation of less than a quorum.

**Section 8. Informal Action.** Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the directors with respect to the subject matter of the vote.

## **ARTICLE II DIRECTORS**

**Section 1. Number of Directors.** The organization shall be managed by a Board of Directors consisting of 11 director(s). Votes are also awarded to each of the 12 league presidents (or team representative if at meeting on behalf of the president). A Board of Director position can have a “co” or “assistant” but only one vote per position, not two votes.

**Section 2. Election and Term of Office.** The directors shall be elected at the annual meeting. Each director shall serve a term of 1 year(s), or until a successor has been elected and qualified.

**Section 3. Quorum.** A majority of directors shall constitute a quorum.

**Section 4. Adverse Interest.** In the determination of a quorum of the directors, or in voting, the disclosed adverse interest of a director shall not disqualify the director or invalidate his or her vote.

**Section 5. Regular Meeting.** The Board of Directors shall meet immediately after the election for the purpose of electing its new officers, appointing new committee chairpersons and for transacting such other business as may be deemed appropriate. The Board of Directors may

provide, by resolution, for additional regular meetings without notice other than the notice provided by the resolution.

**Section 6. Special Meeting.** Special meetings may be requested by the President, Vice-President, Secretary, or any two directors by providing a written notice by ordinary Email, or United States mail, effective when emailed. Minutes of the meeting shall be sent to the Board of Directors within two weeks after the meeting.

**Section 7. Procedures.** The vote of a majority of the directors present at a properly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the vote of a greater number is required by law or by these by-laws for a particular resolution. A director of the organization who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered in the minutes of the meeting. The Board shall keep written minutes of its proceedings in its permanent records.

**Section 8. Informal Action.** Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors or of a committee of directors, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by all of the directors or all of the members of the committee of directors, as the case may be.

**Section 9. Removal / Vacancies.** A director shall be subject to removal, with cause, at a meeting called for that purpose. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

**Section 10. Committees.** To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

**Section 11. Board of Directors Eligibility.** Each board member must be a volunteer whether they have participating children in the leagues or not. Each board member is expected to act impartially and in the best interest of all 12 leagues.

## ARTICLE III

### OFFICERS

**Section 1. Number of Officers.** The officers of the organization shall be a President, one or more Vice-Presidents (as determined by the Board of Directors), a Treasurer, Communications Officer, Player Agent, Cheer Advisor, Compliance Officer, and a Secretary, Insurance Agent and Weigh Master. Two or more offices may be held by one person. The President/Chairman may not concurrently serve as the Secretary or Treasurer/CFO. The President may not serve concurrently as a Vice President.

**a. President/Chairman.** The President shall be the chief executive officer and shall preside at all meetings of the Board of Directors.

- a. Over see that all rules are being upheld by all 12 leagues
- b. Schedule and runs/overseas monthly meetings—or meetings whenever necessary
- c. Schedules with the assistance of the other executive board members the schedule of each season including playoffs and championships
- d. Communicates with the referees and is the go between the MBYFL and the referees for complaints as well as scheduling and pay grades
- e. Schedules all officials for the upcoming season and ensures that the pay grade is communicated to all 12 leagues and any other duties regarding the officials
- f. The main contact for all 12 league presidents
- g. The main contact of communication by email, phone , mail or any other form if any parent, coach or board member is not satisfied with the outcome of dealing with their league president
- h. Ensures that weekly running scores are kept on a spread sheet and disseminated to all 12 presidents
- i. Ensures the other executive board members complete their own job responsibilities
- j. Vote at meetings only when there is a tie vote
- k. There may be situations that arise where the president needs to preside over, make decisions upon, deal with and if at all possible will contact a forum of executive board members by phone or email or in person to gather votes/input or any other necessary information to make any decision necessary on or off season.
- l. Manage gate with Treasurer
- m. Schedule gate slots for Jamboree, playoffs, championships and superbowl for all 12 leagues

**b. 1st & 2nd Vice President.** The Vice President shall perform the duties of the President in the absence of the President and shall assist that office in the discharge of its leadership duties.

- a. Assist the president with all of the above when necessary
- b. Keep track of weekly scores on spread sheet and ensure the communication officer gets them timely to disseminate
- c. Each has a voting right during meetings and in all voting situations
- d. Second contact in line for communication with parents, board members, or coaches

**c. Secretary.** The Secretary shall give notice of all meetings of the Board of Directors and Executive Committee, shall keep an accurate list of the directors, and shall have the authority to certify any records, or copies of records, as the official records of the organization. The Secretary shall maintain the minutes of the Board of Directors' meetings and all committee meetings.

- a. Takes minutes at all meeting
- b. Communicates minutes from prior meetings (unless closed meetings those minutes are kept in private folder)
- c. Schedules the meeting locations
- d. Has voting rights during meeting and in all voting situations
- e. Assists with communication officer where needed

**d. Treasurer/CFO.** The Treasurer shall be responsible for conducting the financial affairs of the organization as directed and authorized by the Board of Directors, shall make reports of organization finances as required by government and official filings, file report with Board of Directors at each official meeting.

- a. Manage bank account
- b. Provide reports to the 12 league presidents and executive board of the MBYFL bank account balance and funds received/spent
- c. Gate duties with president for jamboree, playoffs, championships and superbowl
- d. Named on the MBYFL Board bank account
- e. Write checks to referees at games that MBYFL pays the referees
- f. Gathers the id's and info to make the field passes for each league
- g. Has voting right during meeting and in all voting situations

**e. Communications Officer**

- a. Communicates all weekly standings
- b. Updates FB with any required updates
- c. Has voting rights during meeting and in all voting situations
- d. Sets up and assists the host team with the free clinic

**f. Cheer Advisor**

- a. Sets up Jamz Camp location, Dates, Jamz, fees, times etc
- b. Has voting rights during meeting and in all voting situations
- c. Communicates and hosts cheer meetings when required
- d. Schedules 12 team gatherings when performing as one united group
- e. Sets up the info for Lifescan with the DOJ along with the insurance commissioner

**g. Player Agent**

- a. Assist with any player issues brought to attention of player agent
- b. Has voting rights during meeting and in all voting situations
- c. Ensures most current high school rules are disseminated to coaches
- d. Ensures players and coaches are following rules

**h. Insurance Commissioner**

- a. Schedules insurance by gathering bids and ensures most cost effective and effective insurance is provided by MBYFL
- b. Sets up the info for Lifescan with the DOJ along with the cheer advisor commissioner
- c. Has voting rights during meeting and in all voting situations
- d. Inspects all equipment at jamboree and throughout the season for safety and equipment has current certification
- e. Inspects the wasp reports for each team to ensure up to date and valid
- f. Ensures any additional insured locations/teams are received and provided to whoever needs them

**i. Compliance Officer**

- a. Has voting rights during meeting and in all voting situations
- b. Audits bylaws and other official documents for compliance

**J. Weigh Master**

- a. Schedules an annual meeting before or at Jamboree with all teams weigh masters to review rules
- b. Over sees the official weigh ins at Jamboree and is consulted at paly offs and championships
- c. Has voting rights during meeting and in all voting situations

**Section 2. Election and Term of Office.** The officers/directors shall be elected annually by the team presidents at the annual meeting. Each officer shall serve a one year term or until a successor has been elected and qualified.

**Section 3. Vacancy.** Any vacancy that occurs for any reason may be filled by the Board of Directors.

## **ARTICLE IV**

### **CORPORATE SEAL, EXECUTION OF INSTRUMENTS**

The organization shall not have a corporate seal. All instruments that are executed on behalf of the organization which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the organization, including a release of mortgage or lien, may be executed by the President or any Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

## **ARTICLE V**

### **AMENDMENT TO BYLAWS**

The bylaws may be amended, altered, or repealed by the Board of Directors by a majority of a quorum vote at any regular or special meeting. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting.

## **ARTICLE VI**

### **INDEMNIFICATION**

Any director or officer who is involved in litigation by reason of his or her position as a director or officer of this organization shall be indemnified and held harmless by the organization to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the organization to provide broader indemnification rights).

## **ARTICLE VII**

### **DISSOLUTION**

The organization may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the

subsequent approval by no less than two-thirds (2/3) vote of the members. In the event of the dissolution of the organization, the assets shall be applied and distributed as follows:

All liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to charitable and educational organization, organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Board of Directors.

**Certification**

Deanna Jarrett, President of Monterey Bay Youth Football League, and Claudia Link, Secretary of Monterey Bay Youth Football League certify that the foregoing is a true and correct copy of the bylaws of the above-named organization, duly adopted by the initial Board of Directors on November 12, 2016.