

¹Thomas Johnson Youth Athletic Association Bylaws

Article I – Name

The name of the Association shall be Thomas Johnson Youth Athletic Association, also known as TJYAA, hereafter referred to as TJYAA.

Article II – Purpose

2.01 To provide the community of Gov. Thomas Johnson High School feeder area with a youth football and cheer program as a volunteer based non-profit corporation.

2.02 To organize and promote athletic and recreational programs on intramural and competitive levels on the basis of good sportsmanship and fair play; these standards are to be observed at all times.

2.03 To provide an opportunity for our children to learn the fundamentals of their respective sports under competent leadership and to enjoy participation and compete in organized leagues so that they may become better persons. To develop our children's positive social values, character traits, good citizenship, physical and mental health, knowledge, interest, and an appreciation for sports. It is the goal of TJYAA to instill the will to win and the courage to accept defeat, with emphasis on clean play, safety, and sportsmanlike conduct.

2.04 To raise, receive, invest and disburse funds and hold property for the purpose of the Corporation; no part of the income or assets of the not-for-profit corporation shall benefit any private individual or member.

2.06 Lease, build, or support leasing/building of athletic structures/buildings/complexes within the Gov. Thomas Johnson high school feeder districts in furtherance of the purposes of the Corporation.

2.07 The Corporation shall operate exclusively for charitable purposes in accordance with and limited by applicable federal and state tax laws.

Article III – Membership

3.01 Membership: Membership of the Corporation shall be open to 1) the parents or legal guardians of participants in the Corporation's activities 2) persons 18 years of age or older

located in the Gov. Thomas Johnson high school feeder district and 3) Only the Governing Body may attend monthly meetings organized by the Management Team.

3.02 Fees: Annual family membership fee shall be determined by the Management Team and entitles the payees to 1 vote in the general membership meeting proceedings of the Corporation and eligibility for members' children to participate in activities of the Corporation. If the Management Team deems it necessary to change the annual membership fee, it may do so by two-thirds vote. No membership shall be deemed transferable or assigned within the Corporation.

3.02.1 Annual Membership Fees: The children of the Management Team and Support Staff of TJYAA and others as approved by the Management Team, will be waived in lieu of time provided to the Corporation.

3.02.2 Hardship Cases: In keeping with the corporate mission statement and purpose, the corporation desires that no child be prevented from participation in a sports program based solely on an inability to pay membership or registration fees due to hardship. Upon request of the parent or legal guardian of an eligible youth, the Management Team will review, on a personal and confidential basis, a modification of membership and/or registration fees based on hardship. If the Management Team determines that a hardship does exist, the corporation may modify the registration and/or membership fees depending on the degree of hardship and/or offer the parent, legal guardian, and/or youth an opportunity to volunteer time to assist with various duties in consideration for a modification of fees.

3.03 Vote: Each paid annual family fee shall entitle the payees of that fee, if in good standing, to one vote in general membership meeting. (See Section 3.02 for details of General Membership)

3.04 Good Standing: A member or player is considered in good standing if all fees have been paid in full and all volunteer duties have been completed. The players and parents must abide by all TJYAA and affiliated league rules and regulations, as well as the parent and player codes of conduct.

3.05 Bad Standing: The Management Team, by two-thirds vote, may place a member or player in bad standing if a member or player has not abided by section 3.04 or has conducted themselves in any behavior detrimental to the core purpose of the Corporation as determined by the Management Team. The Management Team has the power to revoke membership and eject members from the Corporation by a two-thirds vote of the Management Team. If a member or player is deemed in bad standing the member or player is subject to any sanction or penalties that

the Management Team deems necessary, including but not limited to; removal from program, signing disciplinary action form, loss of playing time, and/or loss of registration fees.

3.06 Code of Conduct: Any person(s) holding a membership is subject to signing a code of conduct. Any code of conduct not received by the due date will automatically be assumed that they are agreed upon, unless previous conversations prior to the due date are had between a Member and a person(s) of the Management Team.

Article IV – Governing Body

4.01 Shall be made up of the Management Team and the Support Staff, with excerpts as presented hereafter. All Management and Support Staff shall reside within reasonable proximity of TJYAA.

4.02 The Management Team of TJYAA shall be: Commissioner, Director of Operations, Director of Coaches, Fundraising Coordinator, Equipment Manager, Secretary, and Treasurer.

4.03 The Support Staff of TJYAA shall be: Concessions Coordinator, Apparel Coordinator, Sponsorship Coordinator, Football & Cheer Liaisons, All Head Coaches.

4.04 Term: The Management Team and the Support Staff shall be elected for a term of 3 calendar years commencing on the date of the Annual election held at the first meeting in March, in which they are elected for a maximum of three consecutive terms. A Management Team member and Support Staff may be reelected/appointed after a year break in service.

♦4.04.1 The Commissioner shall be a non-voting member of the Governing Body and be appointed by the Management Team and Support Staff. The Commissioner shall have no fixed term of office and will serve only at the discretion of the Management Team and the Support Staff. The commissioner is required to attend all meetings. The Commissioner will Chair all monthly meetings and only vote if there is a need for a tie-breaker.

♦4.04.2 The Director of Operations shall be a voting member of the Governing Body and be appointed by the Management Team and Support Staff. The Director of Operations shall have no fixed term of office and will serve only at the discretion of the Management Team and Support Staff.

4.05 Attendance by members of the Governing Body is expected at all meetings. If a member is unable to attend a meeting, that member should notify the Commissioner or the Secretary of their absence. If a member of the Governing Body is absent for four meetings in a year, that member's status will be subject to review by the Governing Body, and dismissal from the Body will be at the discretion of the Management Team of TJYAA.

4.06 Vacancies: Any vacancy in the Management Team/Support Staff may be filled for the unexpired term by unanimous approval of the remaining Management Team. The Management Team will conduct a ballot vote to validate unanimous approval. Any vacancy occurring by resignation, removal or otherwise, shall be filled by a member successfully nominated by the Management Team, within thirty days of the vacancy, for the remainder of the original term. In the event the Commissioner does not fulfill their term of office, the Director of Operations shall assume the role of Commissioner and the Management Team shall meet and elect an interim Director of Operations from the remaining members of the Management Team. The interim Commissioner and Director of Operations shall complete the remainder of the original term of the Commissioner. In the event a nomination is not successful, the Management Team will continue its nomination process to fill the vacancy by presenting a new nominee within a subsequent thirty day period.

4.08 Election: The individual members of the Management Team shall be elected by the general membership at the annual meeting by a majority vote. Each Management Team member shall hold office until her/his term expires and her/his successor shall have been duly chosen and qualified, or until she/he shall have resigned, or shall have been removed in the manner provided herein. To be considered for candidacy in a Management Team election: The Management Team will solicit candidate submissions through (but not limited to) emails and the TJYAA website a minimum of 60 days in advance of the annual meeting. The Management Teams nominating committee will review and recommend to the Management Team candidates to be placed on the ballot. Voting will be held by secret ballot with results tabulated and announced by the nominating committee.

Those wishing to be considered for candidacy must meet the following set of conditions:

- Be a TJYAA member in good standing of 18 years of age or older & not still in high school
- Must Attend at least 3 Governing Body meetings in the 12 months prior to election meeting
- Submit to a criminal background investigation as per Article 5.13
- Submit letter of candidacy, in person, at a regular Board meeting a minimum of 21 days prior to the scheduled election

At a minimum, letters of candidacy must include this information:

- Name
- Address
- Phone Number
- Email Address
- Occupation and Education History
- Highlight any experience with youth athletics, youth organizations, or financial management
- Description of the candidate's TJYAA involvement
- A statement explaining why the candidate is interested in serving on the Management Team

Candidates for election will be notified and capsules of each candidate's submissions will be posted on the website a minimum of 15 days prior to the election.

Candidates failing to pass a background check as defined in Article 5.13 or found to have committed acts of moral turpitude will be automatically disqualified from the ballot.

The management team will notify the general membership of election a minimum of 30 days in advance of any annual election and will post capsules of candidate submissions on the TJYAA website a minimum of 15 days prior to the election. All member families will be entitled to one vote in any general membership election. The election meeting will be called to order promptly at the announced time. Those arriving more than 15 minutes late will not be eligible to vote unless approved by a majority of the Management Team due to unforeseen circumstances.

The election meeting agenda will consist of:

- Opening remarks
- Candidate remarks, not to exceed five minutes each
- Distribution of ballots to attending membership
- Counting of ballots verified by a minimum of three Board members
- Announcement of new Board members
- Terms of elected Board members begin immediately after the election with a scheduled meeting, so all candidates should be prepared to remain after the election.

4.09 Powers: The business of the Corporation shall be conducted by and managed by its Management Team, which may exercise all of the powers of the Corporation except as, the Bylaws, conferred upon or reserved to the members. The Management Team shall keep full and fair accounts of its transactions.

4.10 Meetings: The Management Team shall meet as soon as possible following the annual meeting to elect Support Staff. The Governing Body shall meet once a month minimum, at a time and place as designated by the Commissioner.. Special meetings of the Management Team may be called at any time by the Commissioner or any member of the Management Team that shows just cause for such meetings and has the support of the majority of the existing Managers. Any member of the Management Team seeing fit to request a special meeting must contact the Commissioner.

4.10.1 Special board meeting: These meetings may be called for any purpose by any voting member of the governing body or three members of the general membership, by notifying the Commissioner or Director of Operations of the governing body. The Commissioner or Director of Operations will then determine the time and place of the meeting. The order of business will follow that of a regular monthly board meeting.

4.10.2 Special general membership meetings may be called by the governing body for any purpose requiring a coat of the general membership. The order of business will follow that of an Annual Meeting and require the same procedure for the call of the meeting.

4.10.3 A set of rules for conduct at meetings, that allows everyone to be heard and to make decisions without confusion. The TJYAA Management Team will follow Robert's Rules of Order Newly Revised as a basis of operation for conducting its meetings. Membership wishing to bring topics to the Management Team at a meeting shall be versed in Robert's Rules of Order. Those topics shall be presented in the form of a motion and may be voted on by the Management Team, dismissed, or tabled for further investigation. Membership will have the opportunity to present these motions by obtaining the floor during unfinished or new business as indicated in the agenda.

4.11 Notice of Meetings: Except as provided in Article 4.09, a notice of the place, day, and hour of every regular meeting shall be given to the membership five days or more in advance of the meeting.

4.12 Quorum: A majority of the Management Team shall be present at any meeting in order to constitute a quorum for the transaction of business or any specified item of business. If a two-thirds vote is required to approve a specified item, that two-thirds shall mean two-thirds of Management Team seats filled.

4.12.1 The order of business shall be as follows: 1)Call to order 2) Roll Call 3)Management Team Reports 4)Unfinished Business 5)New Business 6)Announcements 7)Close of Meeting.

4.13 Compensation: The Management Team shall not receive any other compensation for their services except as provided for in Article 3.02. The Management Team is empowered to compensate individuals for services outside the scope of their individual duties as a volunteer.

4.14 Governing Body's Liability: Coverage shall apply to any claim made against the insured for wrongful acts arising solely out of the insured's duties on behalf of the Corporation. Coverage shall not apply to any claim based upon or arising out of any wrongful act circumstance likely to give rise to a claim of which the person or persons covered under the Governing Body's Liability Insurance Policy had knowledge; or otherwise had a reasonable basis to anticipate might result in a claim.

Article V – Duties of the Management Team and Support Staff

Management Team

5.01 Commissioner: Shall preside at all meetings of the members of the governing body. The Commissioner shall have general supervision of the affairs of TJYAA. The Commissioner or designee (at the discretion of the Commissioner) shall sign or countersign all contracts and certificates or other instruments of TJYAA as authorized by the governing body, perform an annual internal review of the financial records of TJYAA, and perform all other such duties as are incident to the Office of the Commissioner or are properly required by the governing body.

The Commissioner is also responsible for all aspects of football and cheerleading. Including Budgeting, planning, coordination, field allocation, and daily operations. Responsible for enforcing all policies and procedures, approved and amended by the Governing Body.

5.02 Director of Operations: Shall assist the Commissioner as directed and shall preside over and chair all at meetings (as dictated in 4.04.2). The Director of Operations will assume the duties of the Commissioner in the absence of the Commissioner. Shall serve as chairperson of the member's grievance committee.

The Director of Operations is responsible for the placement and mentoring of Support Staff positions. Other duties include field maintenance, assisting the Director of Coaches with Head Coaches and player transitions during evaluations, and any on/off the field issues for the program

♦5.03 : Shall assist the Director of Operations as directed and shall preside over all ♦Football Head Coaches. S/he will also work directly with the Director of Cheer to make sure the Cheer & Football teams house the same standards. S/he will assume the duties of the Directors of Operations in the absence of the Directors of Operations. Shall serve as a grievance committee member.

The Director of ♦Football is responsible for the placement and mentoring of all football head coaches. S/he will also provide football head coaches with advice throughout the season to improve their team and their coaching staff.

♦5.03.01 Director of Cheer: Shall assist the Director of Operations as directed and shall preside over all ♦Cheer Head Coaches. S/he will also work directly with the ♦Director of Football to make sure the Cheer & Football teams house the same standards. S/he will assume the duties of the Directors of Operations in the absence of the Directors of Operations and the Director of Football. Shall serve as a grievance committee member.

5.04 Secretary/Social Media Coordinator: Shall issue notices of all meetings and shall keep minutes of meetings. The Secretary shall provide an electronic copy of the meeting minutes before each monthly meeting. The Secretary (or designee) will conduct registration with the assistance of the Director of Operations and the Treasurer. S/he will also keep and maintain membership records, and will make reports to prepare/issue correspondence as required by the Commissioner and the governing body. The Secretary shall have charge of the Corporate Seal of TJYAA. The secretary will assist the Commissioner in maintaining TJYAA Facebook Page and other Social Media outlets.

During the registration process, the Secretary is responsible for maintaining the family roster with addresses, phone numbers, and emails. Be a central reception point for general communication or inquiries. As well as oversee marketing, social media forms, and websites.

5.05 Treasurer: Shall have custody of all monies and books of TJYAA. The Treasurer will keep and maintain regular books of accounts of TJYAA. S/he will distribute the funds of TJYAA as determined by the governing body and upon receipt of proper documentation. The Treasurer shall provide the governing body with an accounting of transactions and the financial condition of TJYAA at each monthly meeting. All checks will be issued by the Treasurer and other designated members assigned by the governing body. Treasurer will ensure all indebtedness is dealt with in the best interest of TJYAA. (Reference 7.01 for more details)

During the season s/he is responsible for establishing processes to collect and distribute cash for games/practices for apparel, concessions, and gate. The treasurer will also assist the commissioner with establishing and tracking football program budgets and maintaining the 501(c)(3) statuses and paperwork.

5.06 Fundraising/ Team Mom Coordinator: Shall find and provide information on specific fundraisers that will generate monies for the organization. S/he will assist the head coaches with the placement of Team Moms. S/he will also coordinate with the teams on the following items:

jerseys, fundraising, volunteer schedules, and the like. In addition, this position will work with the Commissioner to coordinate picture day and all fundraising events.

5.07 Equipment Manager: Shall maintain the TJYAA inventory of equipment, including not limited to helmets, shoulder pads, game pants, blocking dummies/shields, and the like, as well as other miscellaneous equipment. S/he will work closely with the Commissioner to determine the equipment needs of the program. All equipment purchases will be coordinated with the Commissioner and the treasurer.

Support Staff Members

5.08 Concessions Manager: Shall be responsible for managing inventory and supplies as it pertains to concessions. Work with the Fundraising/Team Mom Coordinator on volunteer schedules to work concessions. The Concession Manager will be responsible (or will place volunteers to be responsible) for the setup and breakdown of concessions during home games.

5.09 Apparel Manager: Shall be responsible for managing inventory and supplies as it pertains to apparel. Work with the Fundraising/Team Mom Coordinator on volunteer schedules to work apparel (if inventory is present to sell). The apparel manager will be responsible (or will place volunteers to be responsible) for the setup and breakdown of each home game. All apparel purchases will be coordinated with the Treasurer and work with the Commissioner on establishing an online store.

5.10 Sponsorship Manager: Shall be responsible for coming up with creative ideas for bringing in sponsorships for the program (i.e. either through traditional sponsorships or via other fundraising activities such as a TJYAA night at a local restaurant).

Head Coaches (♦Liaisons removed)

5.11♦ Football/Cheer Head Coaches: Shall be responsible for the placement and mentoring of all assistant coaches. The Head Coaches will work with the Fundraising/Team Mom Coordinator (if needed) for the placement of Team Moms. Head Coaches will emphasize teamwork and sportsmanship while teaching the basics of the Thomas Johnson Youth Program. The Head Coaches will be responsible for assisting and supporting fundraising activities as well as volunteer activities. Head Coach responsibilities go beyond teaching football & cheer. Every

Head Coach is expected to set a good example by both words and actions to our players on and off the field.

5.12♦ Criminal Background Investigation: Volunteer or pre-employment applicants for TJYAA are required to complete a criminal background investigation. The Management Team will conduct its eligibility process for a recurring applicant at a minimum of every two years. Applicants will be subject to a local and national database search for criminal convictions and pending criminal or civil allegations to include, but not limited to a Sexual Offender search in all states, social security trace, identity verification, and a search of other watch lists from county, national, and international lists through the completion of TJYAA, and/or its legal representation. Disqualified individuals must provide proof of resolution to the TJYAA Management Team to be reconsidered for a voluntary or employee position.

5.13♦ Removal: Any officer of the Corporation may be removed for any reason by a two-thirds vote of the Management Team at a special meeting called for that purpose. Moral turpitude, violation of the code of conduct and just cause or behaviors detrimental to the core purpose of the Corporation as determined by the Management Team and/or general membership can be reasons for removal. Once removed, person(s) must dispose of all member demographic information and may not contact any member of the organization directly pertaining to league matters. If said person does receive correspondence regarding league matters once they are removed, they are to recognize this information is intended only for the use of the league and are hereby notified that any disclosure, copying, distributing or taking of action in reliance on the contents of this information is strictly prohibited

Article VI – Committees

6.01 - Nominating: Shall recommend candidate for all special and general elections

6.01.1 - The committee shall be appointed by the Management Team and be a chairperson for the elected directors and two TJYAA members.

6.01.2 - The committee duties are to prepare a slate of qualified candidates to fill all vacant positions for special and general elections; recommend qualified candidates for any vacant unexpired term of the governing body; and prepare materials and conduct elections.

6.01.3 – The committee will present the list of qualified candidates to the Management Team and General Members at least 14 days before the Annual Meeting.

6.03 - Ad hoc: Maybe formed at the discretion of the Management Team as required. The Commissioner shall ensure that each committee will be properly appointed and have a chairperson.

6.04 - Grievance:

6.04.1 - The committee will consist of the Director of Operations who serves as Chairperson, the Director of Coaching and the Fundraising/ Team Mom Coordinator. All parties will be required to be Good Standing Members. **(See Section 3.04 Good Standing)**

6.04.2 - The duties of the committee will be to hear and resolve member grievances that are not resolved herein. The decision of the grievance committee is final.

6.04.3 - The grievance committee chairperson will report the results at the next scheduled monthly meeting.

ARTICLE VII- FINANCES

7.01 Checks, Drafts, etc.: All checks, drafts and orders for the payment of money, notes, and other evidence of indebtedness issued in the name of the Corporation shall, unless otherwise provided by resolution of the Management Team, be countersigned by such members of the Management Team and employees as the management team may direct.

7.02 Financial Institutions: All monies received by the corporation shall be deposited in a bank and/or an approved financial institution approved by the Management Team; disbursements shall be made by checks signed by no less than two designated members from the Management Team as dictated by the Commissioner, unless explicitly approved by the entire Management Team.

7.03 Annual Reports: A full and true statement of the affairs of the Corporation shall be submitted at the annual meeting of the members and recorded in the minutes of that meeting. Such statements shall be prepared by the Commissioner & the Treasurer of the Corporation.

7.04 Fiscal Year: The fiscal year of the Corporation shall be from July 1 through June 30, unless otherwise provided by the Management Team.

7.05 Seal: The Management Team shall provide a suitable seal bearing the name of the Corporation, which shall be in charge of the Secretary. The Management Team may authorize one or more duplicate seals and provide for the custody thereof.

7.06 Bond: The Management Team may require any member, agent or employee of the Corporation to give bond to the Corporation, conditioned upon the faithful discharge of his or her duties, with one or more sureties and in such amounts as may be satisfactory to the Management Team.

7.07 Insurance: The Management Team shall review, maintain, and update all insurance policies necessary to protect the corporation and the volunteers, and to remain compliant with what is considered as generally acceptable insurance policy guidelines for a non-profit youth sports Corporation. The Commissioner may appoint an insurance committee to review the insurance policies and coverage with qualified insurance representatives once a year prior to the policy renewal date. The committee shall provide a report to the Management Team no later than one general membership meeting prior to the renewal date.

ARTICLE VIII- AMENDMENTS

Any and all provisions of these By-laws may be altered or repealed by a two-thirds vote of the members present and new By-laws adopted by two-thirds vote of the members present at any annual meeting of the members, or at a special meeting called for that purpose. No proposition to amend shall be acted upon unless written notice fully describing the proposed amendment change is given to and approved by a majority of the Management Team and presented all members of the Corporation via email or the corporation website at least fifteen (15) days prior to the annual meeting or special meeting called for that purpose where the vote is to be taken.

ARTICLE IX- MISCELLANEOUS PROVISIONS

9.01 Internal Financial Audit: A professional accounting firm shall be appointed, as deemed necessary by the Commissioner or Management Team, to examine and otherwise audit all of the financial records and transactions during a specific fiscal year(s). The written report of the audit shall be added, along with any appropriate comments, etc. to the official minutes of such meeting by the Secretary.

9.02 Dissolution of Corporation: If the Corporation is dissolved, its assets shall be distributed for one or more exempt purposes within the meeting of Section 501(c) (3) of the Internal

Revision 1 Date 11.10.2020 (corrected 6.8.2022, had an additional 1)

Reviewed Date 06.07.2021

Revenue Code. APPROVED, by the Management Team of the Thomas Johnson Youth Athletic Association, in a semi-annual general membership meeting This document supersedes all previous ones.