

**CUMBERLAND/NORTH YARMOUTH
YOUTH LACROSSE
BY-LAWS**

Adopted: JANUARY __2016__

ARTICLE I
NAME

The name of this non-profit corporation shall be Cumberland North Yarmouth Youth Lacrosse (referred to herein as “CNYYL” or the “Corporation”).

ARTICLE II
AFFILIATIONS

The CNYYL shall be affiliated with US Lacrosse, US Lacrosse Maine Chapter, and Maine Lacrosse Coaches Association and its successors and signs

ARTICLE III
MISSION and PURPOSE

The mission and purpose of the CNYYL shall be:

1. a) To provide a travel team lacrosse program for boys and girls in grades kindergarten (K)-6 inclusive, from the towns of Cumberland and North Yarmouth, Maine;
- b) To emphasize the ideals of good sportsmanship and conduct and instill a spirit of team play and camaraderie;
- c) To offer a program that is healthy, enjoyable and a means of developing the fundamental skills, leadership, self-discipline and knowledge required to play the game of lacrosse (the “Program”).
2. To support the Program with fundraising activities for projects and expenses along with other Program initiatives and events that will elevate the level of training, skill building, and knowledge of the game available for participants and members.
3. To provide the community with regular information regarding the activities of the Corporation, opportunities within the Program, and educational/skill building opportunities related to the Program.
4. CNYYL is not formed for pecuniary or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or inures to the benefit of

its Directors, members, or Officers as provided by Maine statute and Internal Revenue Code Section 501(c)(3). No substantial part of the activities of CNYYL shall be the carrying on of propaganda or otherwise attempting to influence legislation, and CNYYL shall not participate in, or intervene in (including publishing or distributing statements) any political campaigning on behalf of any political cause or candidate for public office.

ARTICLE IV BASIC POLICIES

The following are basic policies of CNYYL:

- a. CNYYL shall be noncommercial, nonsectarian, nonpolitical, and nonpartisan.
- b. The name of CNYYL or the names of any Officers or Directors in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to promotion of the objectives of CNYYL. This does not preclude the possibility of corporate sponsorship where such sponsorship supports the objectives of the Program and is consistent with CNYYL's conflict of interest rules.
- c. CNYYL may cooperate with other organizations and agencies concerned with player welfare, but persons representing CNYYL in such matters shall make no commitments that bind it unless so authorized by affirmative vote of the Board of Directors.
- e. All Officers, Directors, and contributors acknowledge and confirm that participation in/with this organization collectively and/or individually will have no influence or bearing on team selection, playing time, and/or positional assignments by the coaches and staff of the Program.

ARTICLE V MEMBERSHIP

Section 1. Classes. There shall be two classes of members; (i) member players, coaches, trainers, managers, administrators, and officials who may attend any general meeting of the CNYYL but who shall not vote; and (ii) persons elected to the Board of Directors who shall be entitled to vote at any meeting of CNYYL in accordance with these by-laws.

Section 2. Requirements for Membership. Membership in CNYYL for players, coaches, managers, administrators, officials and members of CNYYL's Board of Directors shall be as follows:

a. Players. A member player is a person who is entered in kindergarten (K) through 6th grade in the fall of the membership year, who is a resident of either Cumberland or North Yarmouth, Maine and who is admitted by CNYYL after he or she, through their parent or legal guardian submits a written and signed registration/application on a form approved by CNYYL, pays to CNYYL the appropriate fee(s), submits proof of age and otherwise complies with any additional requirements as shall be established by CNYYL.

b. Coaches, trainers, managers, administrators, or officials. Before an individual may be admitted as a member coach, trainer, manager, administrator, or official, the individual must submit a written and signed registration application on a form approved by CNYYL, pay to CNYYL the appropriate fee(s), if any, and otherwise comply with any additional requirements as shall be established by the CNYYL, including, but not limited to, consenting to allow CNYYL to determine that the individual does not have a criminal record within the past 10 years and is able to provide verification of CPR certification.

c. Board of Directors. A member who is on the Board of Directors is a person who is duly elected to the Board of Directors of CNYYL in accordance with these by-laws.

Section 3. Renewals. Any member player, or member coach, trainer, manager, administrator, or official in good standing may renew membership in CNYYL by complying with the re-registration/renewal procedures as established by the Board of Directors and by paying to CNYYL the appropriate fee(s), if any. The criminal background checks referred to above in Section 2(b) will also be required to be updated no later than every two years.

Section 4. Non-Discrimination. Membership shall not be denied to any individual because of race, color, age (except regarding player eligibility), religion, national origin, ethnic identity, parental or marital status, sex or sexual orientation. The Board of Directors will adopt and CNYYL will follow CNYYL policies prohibiting mental, emotional, sexual and physical abuse and inappropriate physical contact. These policies may be those established by US Lacrosse.

Section 5. Discipline. The rights and privileges of any member may be suspended as set forth in Article VI(Board of Directors) and Article XIII(Member Discipline and Disputes).

ARTICLE VI
BOARD OF DIRECTORS

Section 1. Number and Qualification. The entire Board of Directors shall consist of at least three, but not more than fifteen persons all of whom shall be of full age. The President, Vice President-Girls Program Director, Vice President-Boys Program Director, Treasurer, Registrar and Secretary shall be members of the Board of Directors. At least one seat on the Board shall be reserved for a parent, step parent or legal guardian of a current player. (Would suggest that no more than 25% of board can be comprised of non-current player parents.) Additional seats may be created by vote of the Board.

Section 2. Manner of Election. At the annual meeting of directors, the directors shall elect directors and officers (see Section 10 below) to hold office until the next succeeding annual meeting. The directors shall be elected by a plurality vote.

Section 3. Term of Office. The term of office of the directors shall be one, two and three years, running in each case for CNYYL's fiscal year, January 1 to December 31. In the event directors are not elected by the end of the fiscal year (December 31) of the last year of their term, directors will serve until the next election

Section 4. Duties and Powers. The Board of Directors shall have control and management of the affairs of CNYYL. The directors shall in all cases act as a Board, regularly convened, and, in the transaction of business the act of a majority present at a duly convened meeting shall be the act of the Board, provided a quorum is present. The directors may adopt such rules and regulations for the conduct of their meeting and the management of the CNYYL as they may deem proper, not inconsistent with the law or these bylaws, including the creation of committees of the CNYYL and appointment of members to such committees.

Section 5. Meetings. The Board of Directors shall have its annual meeting in September for the election of directors and officers and for the transaction of any other business. The annual meeting shall be open to all members and prospective members of CNYYL. Other regular meetings of the Board of Directors may be fixed at such times and places as the Board may from time to time determine. The President, or the President's designee, shall preside over meetings of the Board. Special meetings of the Board of Directors may be called by the President or by written request of any director.

Section 6. Notice of Meetings. Regular meetings of the Board may be held without individual notice, if the time and place of the meetings are fixed by the Board. The schedule of these regular meetings will be posted on the CNYYL website. Notice of special meetings shall be sent to each director by United States Mail or electronic mail at least three (3) days before the meeting. Notice of a meeting of directors need not be given to any director who signs a waiver of notice, either before or after the meeting.

Section 7. Place of Meeting. The Board of Directors may hold its meetings within the State of Maine at such places as may be designated by the Board.

Section 8. Quorum. At any meeting of the Board of Directors, the presence of a majority of the Board then in office shall be necessary to constitute a quorum for the

transaction of business. Should a quorum not be present, a lesser number may adjourn the meeting to some further time.

Section 9. Voting. At all meetings of the Board of Directors, each director shall have one vote. All actions shall be approved by majority vote unless otherwise provided herein. In the event of a tie vote, the President shall withdraw her/his vote.

Section 10. Vacancies. Any vacancy in the Board of Directors (except a vacancy created by an increase in the number of directors) may be filled after a call for nominations from the Board and a vote of a majority of the remaining directors or by a sole remaining director at a special meeting which shall be called for that purpose within 30 days after the occurrence of the vacancy.

Section 11. Removal. Any director or officer may be removed either with or without cause, at any time, at a special meeting of the directors called expressly for that purpose.

Section 12: Resignation. Any director may resign at any time by giving written notice of such resignation to the Board of Directors. Such resignation shall be effective at the time specified therein, or if no time is specified, upon receipt by the President.

Section 13. Telephone and off-site Meetings. Members of the Board of Directors or a committee of the Board may participate in a meeting by means of a conference telephone, e-mail or similar communications equipment. Participation in a meeting by these means constitutes presence in person at the meeting, including acceptance of votes.

Section 14. Order of Business. The order of business at Directors Meetings shall be as follows:

1. Roll call.
2. Reading, or distribution and approval, of the minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and unfinished business.
6. New business.
7. Adjournments.

Section 15. Meeting Attendance. In the event any member of the Board of Directors misses more than three consecutive meetings without prior approval of the President, they will be promptly notified that non-attendance at the subsequent Board meeting will be construed as a voluntary resignation akin to that referenced above in Section 12 of this Article.

ARTICLE VII
OFFICERS

Section 1. Officers and Qualifications. The officers of CNYYL shall be a President, Vice-President-Girl's Program Director, Vice-President-Boy's Program Director, Secretary, Treasurer, Registrar and such other officers as shall be determined by the Board. The same person may hold more than one office, except that no officer shall serve simultaneously as President and Treasurer.

Section 2. Election. The officers shall be elected annually by the Board of Directors at its annual meeting.

Section 3. Term of Office. All officers shall hold office for one year, from the date of the September annual meeting. In the event the officers' successors have not been elected by the annual meeting, officers shall serve until successors are elected even if this results in their term extending beyond one year.

Section 4. Removal. Any officer may be removed by a majority vote of the Board of Directors, either with or without cause, whenever in its judgment, the best interests of CNYYL will be served thereby.

Section 5. Duties of Officers. The duties and powers of the officers of CNYYL shall be as follows and as shall hereafter be set by resolution of the Board of Directors.

a. President. The President shall preside at all meetings of CNYYL. He or she shall present at the meetings of the directors and report on the condition of the status of CNYYL. He or she shall cause to be called regular and special meetings of the directors in accordance with the requirements of statute and of these bylaws. He or she shall sign and execute all contracts in the name of the CNYYL, and all notes, drafts, or other orders for the payment of money. He or she shall enforce these bylaws and perform all of the duties incident to his or her office and which are required by law, and, generally, shall supervise and control the affairs of the CNYYL.

b. Vice President-Program Directors. The Vice President-Program Directors shall be responsible for general management of the boys and girls programs. Their responsibilities shall include scheduling games, securing referees and fields for home games and home tournaments, recruiting and overseeing coaches, and managing and keeping an inventory of team and field equipment and supplies and such other duties as shall from time to time be assigned them by the Board of Directors.

c. Secretary. The Secretary shall keep the minutes of all meetings of the Board of Directors in books provided for that purpose. The Secretary shall attend to the giving and serving of all notices of CNYYL; the Secretary shall have charge of the minute books and such other books and records as the Board of Directors may direct, may attest to the accuracy of such books and records and shall perform such other duties as are customary to

that office and as may from time to time be directed by the President or the Board of Directors.

d. **Treasurer.** The Treasurer shall have the care and custody of and be responsible for all the funds of CNYYL, and shall deposit such funds and any securities in the name of CNYYL in such banks or safe deposit companies as the Board of Directors may designate. He or she shall keep accurate books and records of account for all the business transactions of CNYYL. He or she shall render a full financial report of the business affairs and standing of CNYYL to the directors at the annual meeting. He or she shall further perform all duties incident to the office of Treasurer of CNYYL and such further duties relating to the financial affairs of CNYYL as may be assigned by the Board of Directors.

e. **Registrar.** The Registrar shall be responsible for receiving and maintaining a record of all member players and member coaches as directed by these by-laws; keep current and historical records of all player registrations and certify those players who are eligible to participate in programs, tournaments and other events sponsored by CNYYL or in such tournaments, competitions and programs as may be sponsored by other soccer associations consistent with the rules and regulations of US Lacrosse, US Lacrosse Maine Chapter, and Maine Lacrosse Coaches Association serve as a liaison regarding all registration matters with affiliates, as applicable, and otherwise perform all such other duties incident to the office of Registrar and such other duties as may, from time to time, be assigned to him or her by the President or by the Board of Directors.

Section 6. Vacancies. All vacancies in any office shall be filled promptly either at regular meetings or at a special meeting called for that purpose.

ARTICLE VIII COMPENSATION

Section 1. Directors and Officers. No Director or Officer shall receive compensation for serving as such. Directors and Officers may be reimbursed for reasonable expenses incurred in connection with the affairs of the Corporation as authorized by a majority vote of the Board of Directors consistent with the conflict of interest policy set forth below.

Section 2. Employees. The Board of Directors shall hire and fix the compensation of any and all employees that the Board in its discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE IX____ CONFLICT OF INTEREST POLICY

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this Corporation's interest when it is contemplating entering into a transaction

or arrangement that might benefit the private interest of an officer or director of the corporation 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. This policy shall not be read to allow any acts of self dealing by the corporation during any period which the corporation is a private foundation as described in Internal Revenue Code Section 509(a).

Section 2. Definitions.

(a) Interested Person. Any director, principal officer, or member of a committee with executive committee delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

(b) Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (i) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement,
- (ii) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement, or
- (iii) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, Subsection (b), a person who has a financial interest may have a conflict of interest only if the appropriate committee decides that a conflict of interest exists.

Section 3. Procedures.

(a) Duty to Disclose. 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 directors and members of committees with executive committee delegated powers considering the proposed transaction or arrangement.

(b) Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the executive or other committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining committee members shall decide if a conflict of interest exists.

(c) Procedures for Addressing the Conflict of Interest

- (i) An interested person may make a presentation at the executive or other committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (ii) The chairperson of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- (iii) After exercising due diligence, the committee shall determine whether the corporation 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.
- (iv) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation'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

- (i) If the executive or other committee 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.
- (ii) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the executive or other committee determines the member has failed to disclose an actual or possible conflict of Interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the executive committee and all committees with executive committee delegated powers shall contain:

- (a) The names of the persons 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 or other committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons 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.

Section 5. Compensation.

- (a) A voting member of the executive committee who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.
- (b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- (c) No voting member of the executive committee or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer and member of a committee with executive committee delegated powers shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy,
- (b) Has read and understands the policy,
- (c) Has agreed to comply with the policy, and

- (d) Understands the corporation 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.

Section 7. Periodic Reviews. To ensure the Corporation 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:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation'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.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE X TAX EXEMPT STATUS

CNYYL is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of CNYYL shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that CNYYL shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation. CNYYL shall apply to the Internal Revenue Service for tax exempt status pursuant to Internal Revenue Code Section 509(a). Once CNYYL has obtained tax exempt status from the Internal Revenue Service, no action may be taken by the Directors or Officers which will jeopardize said status.

ARTICLE XI INDEMNIFICATION AND INSURANCE

CNYYL shall, to the full extent of its power to do so provided by law, including without limitation Section 714 of Title 13-B of the Maine Revised Statutes Annotated, indemnify

any and all present and former members, officers, directors, employees, committee members and agents of CNYYL against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by them in connection with any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of their being or having been members, officers, directors, employees, committee members, or agents of CNYYL; except in relation to matters as to which any such person shall be finally adjudicated in any such action, suit or proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interest of CNYYL, or, with respect to any criminal action or proceeding, where such person is finally adjudged to have had reasonable cause to believe that his or her conduct was unlawful. Such indemnification shall be made in accordance with the procedures set forth in Maine Revised Statutes Annotated, Title 13-B, Section 714, subsection 3, as the same may be amended from time to time. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any other by-law, agreement, or otherwise.

CNYYL may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation against any liability asserted against such person and connected with or arising out of such person's service as a director, officer, employee or agent of the Corporation.

ARTICLE XII PERSONAL LIABILITY

The Directors, committee members, and Officers of CNYYL shall not be personally liable for any debt, liability, or obligation of the Corporation. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the Corporation may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

ARTICLE XIII PROCEDURE FOR FINANCIAL EXPENDITURES

Prior written approval (which can be in email) from treasurer or president for expenditures of \$200 or less. Expenditures of more need majority board approval. Checks of under \$500 need two officer signatures one which must be either president or treasurer. Check more than \$500 need three signatures two of which must be president and treasurer and another board member. In the event the President or Treasurer are the parties being reimbursed, then the secretary shall provide the authorized signature.

ARTICLE XIV
MEMBER DISCIPLINE AND DISPUTES

Section 1. Suspension of Rights. The rights and privileges of a member player, member coach, trainer, manager, administrator or official may be suspended for cause by the President. Cause for the suspension of the rights and privileges of a member coach, trainer, manager, administrator, official, or a member player may include, but is not limited to, the failure of the person (or his or her parent or guardian) to complete the registration or re-registration procedures or to pay the appropriate registration or re-registration fee or such other fees as may be required or such other procedures as may be required to be followed as a condition of membership.

Section 2. Appeal. Any member whose rights and privileges are suspended or who is disciplined by the President of CNYYL shall be entitled to written notice of such action to be mailed by ordinary mail to the residential address of record of the member coach, trainer, manager, administrator, official, or player. Such notice shall include a statement to the member as to the right of appeal which shall be to the Board of Directors of CNYYL within ten (10) days after the date of mailing of the notice to the suspended or disciplined member and the appeal shall be heard within ten (10) days of the receipt of such notice of appeal. The failure to file such a Notice of Appeal within ten (10) days shall be grounds for the automatic dismissal of the appeal.

Section 3. Game Misconduct Discipline. Responsibility for disciplining players, coaches, trainers, managers, administrators, officials, and teams for game-related misconduct rests in the first instance with the game referee, and then the President, unless some other official has been specifically identified in advance of the game or tournament. Referees and any other interested persons shall direct all reports or allegations of misconduct by players, coaches, trainers, managers, administrators, officials, teams or their supporting spectators to the President or to the tournament director who shall promptly investigate the matter and then act in summary manner to discipline those found to be responsible for the misconduct.

ARTICLE XV
CORPORATE ASSETS AND EARNINGS

Section 1. Investments. CNYYL shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a director is or may hereafter be permitted by law to make or any similar restriction.

Section 2. Inurement Prohibition; Dissolution. No part of the net earnings of CNYYL shall inure to the benefit of any member, director, officer, individual (except that reasonable compensation may be paid for services rendered to or for CNYYL in

carrying out one or more of its purposes in conformity with Conflict of Interest provisions above).

In the event CNYYL's purposes and activities have been primarily charitable, benevolent or educational, upon dissolution or liquidation the assets of CNYYL shall be transferred or conveyed only to one or more tax-exempt, under Sec 501(C)(3) of the federal tax code, domestic or foreign corporations, societies or organizations engaged in activities substantially similar to those of CNYYL, as provided in the Maine Non-Profit Corporation Act.

ARTICLE XVI AMENDMENTS

Section 1. By-Laws. The Board of Directors shall have power to make, alter, amend, and repeal the By-laws of CNYYL by at least a two-thirds (2/3) vote at any regular or special meeting.

Section 2. Articles of Incorporation. The Board of Directors shall have the power to amend the Articles of Incorporation of CNYYL by two-thirds (2/3) vote at any regular or special meeting; provided, the Board of Directors shall adopt a resolution setting forth the proposed amendment and direct that it be submitted to a vote at a subsequent membership meeting. Written notice setting forth the proposed amendment or a summary of the changes shall be given to each member of the Board of Directors entitled to vote thereon at least ten (10) days but not more than thirty (30) days prior to the date of the said membership meeting

ARTICLE XVII MISCELLANEOUS

Section 1. Fiscal Year. The fiscal year of CNYYL shall begin on January 1 and conclude on December 31.

Section 2. Membership Fees. The membership fee for members, including any separate class of members, shall be set by the Board of Directors. These fees may thereafter be changed by the Board of Directors from time to time in its discretion.

Section 3. Records and Reports. CNYYL shall keep correct and complete books and records of account and of its transactions and minutes of the proceedings of its Board of Directors and of any committee. The President or the Secretary of CNYYL shall prepare or cause to be prepared annually a full and correct statement of the affairs of CNYYL, including a balance sheet and a financial statement of operations for the preceding fiscal year, which shall be submitted at the annual meetings of the Board of Directors and be filed within twenty days thereafter at the principal office of CNYYL.

