

GREEN MOUNTAIN JUNIOR FOOTBALL ASSOCIATION

BYLAWS

ARTICLE 1 - ORGANIZATION

Section 1.1 - Name of Organization

1. The name of this organization shall be the Green Mountain Junior Football Association, abbreviated GMJFA, hereinafter referred to as the Association.

2. The Association shall participate as a member of the Jeffco Midget Football Association, Inc., hereinafter referred to as JMFA, and shall be bound by the JMFA Bylaws and Rules at all times.

Section 1.2 - Purpose

1. The purpose of the Association shall be to organize and conduct a youth football program for all eligible players as set forth in the JMFA Bylaws and Rules of Play. Furthermore, this program shall be intended to provide said players the opportunity to learn and play the game of football for their enjoyment, healthful occupation, and athletic growth.

Section 1.3 - Non-Profit and Non-Stock Corporation

1. The Association shall be operated under 26 U.S.C. §501(c)(3) as a non-profit 501(c)(3) corporation in accordance with the laws of the State of Colorado. The private property of the members of the Association shall not become liable for the debts of the Association. The Association shall be a non-stock corporation, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE 2 - MEMBERSHIP

Section 2.1 - Membership

1. The Association shall consist of the following levels of organization and membership:

- A. TEAM: A football team within the Association shall consist of participants eligible to play football in accordance with the Bylaws and Rules of Play of JMFA, whose legal guardians shall have decision-making power and one collective vote on each participant's behalf.
- B. TEAM MEMBER: One (1) legal guardian per registrant.
- C. TEAM MANAGER: A membership shall be extended to one (1) elected team manager from each team in the Association as follows:

1. *Established Teams.* Before the end of the calendar year, each established team in the Association shall hold an annual meeting at which one-third (1/3) of team members must be present to constitute a quorum and so legally act. By a majority vote of those present, the team shall elect a team manager for the upcoming calendar year.

2. *Newly-Formed teams.* Prior to the first practice date, a newly formed team shall hold a special meeting at which one-third (1/3) of team members must be present to constitute a quorum and so legally act. By a majority vote of those present, the team shall elect a team manager for the remainder of the calendar year.

3. The team manager will be responsible for attendance at monthly board meetings and shall act as liaison between team parents, coaches and the GMJFA board.

4. If any team manager, having been duly elected, shall decline, fail or be unable to serve, the team concerned shall elect a replacement for the un-expired term.

5. A team manager may be removed by a two-thirds (2/3) affirmative vote of the members of that team.

D. ELECTED DIRECTOR: A membership shall be extended to any elected office in the Association. If an Elected Director also serves as a team manager, his team manager vote shall be counted as a separate vote from his own.

E. HONORARY MEMBERSHIP: An honorary membership may, at the discretion of the Board of Directors, be extended to any other person, firm, partnership, corporation or other business entity interested in supporting the objectives of the Association.

2. Active membership in the Association is defined as team manager, elected director, and honorary member. In the absence of the team manager, a voting right shall be granted to the team mom or head coach in attendance for voting. Only one vote shall be allowed each team, regardless of the number of representatives present.

ARTICLE 3 - ASSOCIATION MEETINGS

Section 3.1 - Regular Meetings

1. The active members of the Association shall have a regular meeting once each month at a time designated by the Board of Directors, at such a place as designated by the Board of Directors. Regular meetings may be suspended as determined by the Board of Directors.

Section 3.2 - Annual Meeting

1. The annual meeting of the active members of the Association shall be held prior to December 31 of each year at such time and place as may be designated by the Board of

Directors, when the active members of the Association shall elect members of the Board of Directors for the following year. Active members shall, by a majority vote of the members present, elect officers for the following calendar year. Each active member present at the annual meeting shall be entitled to one vote. Attendance by at least one-half (51%) of active members shall constitute a quorum who so may lawfully act.

Section 3.3 - Special Meetings

1. Special meetings of the Association may be called at any time by one-third (1/3) of the active members of the Association.

Section 3.4 - Attendance

1. All regular and special meetings shall be open to any member of the Association. Members are strongly encouraged to attend all meetings of the Association. Non-members shall be allowed to attend any regular meeting with the approval of the Board of Directors, provided that non-members may not debate any issue or question before the membership, unless recognized by the Presiding Officer. Minutes of the regular meetings shall be made available to the members of the Association, which may include posting same on the GMJFA website.

Section 3.5 - Voting

1. At all meetings of the Association, each active member of the Association shall have one (1) vote on any matter submitted to the membership for a vote; except the President, who shall only exercise a vote as necessary to break a tie among those present.

2. At any regular or special meeting of the Association, for the transaction of any business whatsoever, at least one-half (51%) of the active members of the Association shall constitute a quorum. The Secretary at all times shall be vested with the authority and responsibility to determine that a quorum is present.

3. Except as provided herein, a simple majority of the votes cast by the active members of the Association, in which a quorum is present, shall be necessary to decide any business of the membership.

Section 3.6 - Presiding Officer

1. The President shall preside at all meetings of the Association, unless not in attendance, in which event the Vice President shall preside. If neither the President nor the Vice President is in attendance, the Treasurer shall preside. The Secretary shall act as Secretary, and in his/her absence, such other person shall serve as Secretary as designated by the Presiding Officer.

Section 3.7 - Conduct of Meetings

1. Regular meetings of the membership of the Association shall be informal in nature but must include the following:

- A. Sign-in;
- B. Reading and action to the minutes of the previous meeting;
- C. Treasury Report;

- D. County Update;
- E. Old Business;
- F. New Business
- G. Committee Reports; and
- H. Adjournment.

2. The Presiding Officer shall allow discussion on any matter brought to the attention of the membership by a member of the Association. The conduct of the meetings shall follow ROBERTS RULES OF ORDER. Any matter may be brought to a vote by request of an active member.

ARTICLE 4 - EXECUTIVE BOARD OF DIRECTORS

Section 4.1 - Purpose

1. The management of all affairs, interests, and property of the Association shall be vested in the Executive Board of Directors. The Executive Board of Directors shall have all the powers not prohibited to it by statute or as reserved by law or these Bylaws.

Section 4.2 - Members

1. Members of the Executive Board of Directors shall be elected by ballot at the annual meeting of the Association. The President shall be the chief executive officer and chairperson of the Board of Directors and the Secretary shall be the Secretary thereof. The Board of Directors shall consist of not fewer than five (5) and not more than twelve (12) Directors, the exact number of which shall be determined from time to time by the Board of Directors. Nominations for the Board of Directors may be made by any member of the Association by submitting such nomination to the Secretary.

2. The following shall be the minimum elected offices within the Association:

- President/Director;
- Vice President;
- Secretary;
- Treasurer;
- County Representative;
- Fields Coordinator;
- Equipment Coordinator;
- Team Manager Coordinator/Alternate County Rep;
- Team Mom Coordinator;
- Sponsorship Coordinator; and
- Webmaster.

3. Two or more offices may be combined in one person, except the President/Director and Treasurer, the Vice President and Treasurer and the offices of the President/Director and County Representative shall not be so combined.

Section 4.3 - Required Insurance

1. The Board of Directors shall obtain and renew annually a Directors and Officers insurance policy and an Employee Dishonesty Bond in an amount to protect the estimated maximum value of GMJFA funds.

Section 4.4 - Duties

1. The duties of the Board of Directors are as follows: Each director shall maintain such books and records as may be appropriate to their office, and shall be expected to attend all meetings of the Board, and shall give a full and complete report of their activities to the Board on request. It shall be the duty of each officer, upon completion of their term, resignation, or removal, to turn over all the books and records to the Board or to their successor.

- A. PRESIDENT/DIRECTOR: The President/Director shall call and preside at all meetings of the Board of Directors, and shall attend meetings of the JMFA Board and be a voting member thereof. In addition, they shall be responsible for securing coaches for the teams within the Association, with the advice of the Board of Directors. The assignment of each registered participant to a team shall be a prime responsibility of this office. The President shall be in charge of weigh-ins and maintaining Association insurance, as well as obtaining required background checks.
- B. VICE PRESIDENT: The Vice President shall manage registration and records and allocate scholarships. The Vice President will coordinate physicals and the GMJFA Football Camp. The Vice President shall assist the President/Director and discharge all of the duties of the President/Director in the absence of that office.
- C. SECRETARY: The Secretary shall keep the list of all active members, and shall record the proceedings of the meetings of the Board of Directors and ensure their availability to the members of the Association. The Secretary shall also attend to such correspondence and reports as may be required. The Secretary shall be responsible for maintaining the Bylaws and Rules of Play & Procedures of GMJFA, as well as Association state licensing as a charitable organization.
- D. TREASURER: The Treasurer shall be charged with responsibility of keeping a proper record of all financial transactions, as well as maintaining all GMJFA bank accounts and the Association's 501(c)(3) status. The Treasurer shall furnish and file such financial statements or information as may be required by JMFA or by the U.S. Bureau of Internal Revenue.
- E. COUNTY REPRESENTATIVE: The County Representative shall attend all meetings of JMFA as a representative of the Association and shall be responsible along with the President/Director for representing the opinion of the Association at JMFA meetings and casting the Association vote in the absence of the President. The County Rep shall also be responsible for reporting all JMFA transactions to the Association. The County Rep shall assist in staffing JMFA activities, including the draft, weigh-ins, and the Carnation Bowl.

- F. FIELDS COORDINATOR: The Fields Coordinator shall be the GMJFA liaison to the city and schools and will obtain and maintain Field Permits. The Fields Coordinator will assign practice fields and act as the contact for same, and will be responsible for coordinating field set-up and break-down.
- G. EQUIPMENT COORDINATOR: The Equipment Coordinator shall purchase, inventory, maintain, and coordinate distribution and retrieval of all football equipment and jerseys, as well as maintenance of the equipment shed housing same.
- H. TEAM MANAGER COORDINATOR/ALTERNATE COUNTY REP: The Team Manager Coordinator shall be the GMJFA liaison for all team managers, will maintain regular contact with them, and encourage team manager attendance at board meetings. The Team Manager Coordinator shall notify the Board of Directors of the identity of each team manager. The Team Manager Coordinator is charged with explaining to team managers their duties as outlined in the Team Manager Handbook. The Team Manager Coordinator shall act as an alternate County Representative assuming the duties of that position as needed.
- I. TEAM MOM COORDINATOR: The Team Mom Coordinator shall be the GMJFA liaison for all team moms and will provide guidance and advice. The Team Mom Coordinator is charged with explaining to team moms their duties to their team with regard to matters such as nameplates, patches, jerseys and the return of same, team attendance at pictures, notification of practice and game schedule and locations, preparation of drink/snack schedule, and procuring and maintaining team sponsorships. The Team Mom Coordinator shall plan and direct team picture days, and be the contact for purchasing optional team apparel.
- J. SPONSORSHIP COORDINATOR: The Sponsorship Coordinator will administer the Sponsorship Program Policy, issue contribution letters, acquire and distribute sponsorship banners and plaques, and solicit and coordinate Association fundraisers.
- K. WEBMASTER: The Webmaster shall maintain the GMJFA website and educate and advise board members, coaches, team managers and team moms on the use of same. The Webmaster is charged with protecting the integrity, security, and access to the website.

Section 4.5 - Meetings

1. Special meetings of the Board of Directors may be called at any time by the President or any two (2) members of the Board of Directors, providing that notice is given to all Board members at least twenty-four (24) hours prior to such meeting.
2. A minimum of two-thirds (2/3) of active members of the Board of Directors shall constitute a quorum necessary for the transaction of any business of the Association at such meetings.

3. Except as provided by these Bylaws, a majority vote of the active members, in which a quorum is present, shall decide any business before the Board of Directors at such meetings.

4. Board of Directors meetings shall be informal in nature. The Presiding Officer shall allow discussion of any matter brought to the attention of the Board of Directors by any member of the Board of Directors. ROBERTS RULES OF ORDER shall serve as a guideline for meetings of the Board of Directors. Any matter may be brought to vote by request of any active member.

Section 4.6 - Term of Office

1. All officers of the Board of Directors shall serve a one (1)-year term or until their respective successors are elected and qualified. The term of office for each member of the Board of Directors shall commence on January 1 of each year and shall end on December 31 of that same year. To ensure continuity of operation, the offices of President, Vice President, Treasurer, and Secretary shall be two (2)-year minimum terms. In even years, the offices of President and Secretary shall be open for election; in odd years, the offices of Vice President and Treasurer shall be open for election.

Section 4.7 - Board Vacancies

1. Board of Director vacancies may be filled by appointment of an interim officer to fulfill the remaining term at any time other than the annual meeting upon a majority vote of the Board of Directors.

ARTICLE 5 - COMMITTEES

Section 5.1 - Appointment of Committees

1. The President shall appoint, with prior approval of the Board of Directors, any committee necessary for the proper administration of the affairs of the Association.

ARTICLE 6 - POWERS AND RIGHTS OF MEMBERS

Section 6.1 - All Members

1. Members of the Association have the power:
- A. to attend and speak if recognized at any regular or special meeting of the Association;
 - B. to make nominations to the Board of Directors;
 - C. to propose amendments to the Association Bylaws; and
 - D. to propose JMFA Bylaw or JMFA Rule changes.

Section 6.2 – Active Members

1. If present at a meeting of the Association, active members of the Association have the power:
 - A. to bring forth business at a regular or special meeting of the Association;
 - B. to vote on any matter submitted to membership for vote;
 - C. to elect the Directors of the Association at the annual meeting;
 - D. to remove from office any Officer or Director for good and sufficient cause, at a regular or special meeting, by a two-third (2/3) majority vote if a quorum is present;
 - E. to hear, consider, and approve or disapprove reports of the Board of Directors, Officers, and committees of the Association by majority vote of active members if a quorum is present; and
 - F. to amend these Bylaws by a two-thirds (2/3) affirmative vote of active members in attendance. In this instance, a quorum shall be at least one-half (51%) of active members.
2. Active members may adopt resolutions not in violation of these Bylaws for the guidance and direction of the Association at any regular or special meeting, by majority vote if a quorum is present. Such resolutions shall be binding on the Board of Directors and continue in effect until the next annual meetings of members.

ARTICLE 7 - FISCAL DUTIES

1. The fiscal year shall run from January 1st to December 31st.
2. An annual budget must be approved by the board of GMJFA.
3. Association bank accounts shall consist of a general checking account, a general savings account, a sponsorship account, and any other FDIC-protected accounts approved by the Association. The general checking account shall be used to account for all income and expenses for the Association. The general savings account shall be used to set aside any excess funds in order to earn interest income for the Association. The sponsorship account shall be used to account for all revenue and expenses which relate to individual team's sponsorship monies.
4. The Association may obtain a debit card to remain in the control of the President or Vice President.
5. The Treasurer shall primarily be responsible for the possession and monitoring of the account checkbooks, savings books, and bank statements for the general checking account, the general savings account, and the sponsorship account. An accounting shall be maintained on computerized software. Authorized signers on the general checking account, the general savings account, and the sponsorship account shall be the Treasurer, the President, and the Vice

President. All checks and withdrawals on all accounts shall require the signatures of two authorized signers, and all cash transactions must be documented.

6. Any board member may be reimbursed for expenses incurred on behalf of the Association, as long as:

- A. the expense is a necessary business expense incurred for the benefit of the Association; and
- B. all requests for reimbursement are accompanied by an original receipt.

7. Members of the Association may be reimbursed for expenses incurred on behalf of their team, as long as:

- A. the expense is incurred for the benefit of the team;
- B. prior approval for said expense has been obtained from the Treasurer; and
- C. all requests for reimbursement are accompanied by an original receipt.

8. An audit of GMJFA by a qualified individual shall be performed, at a minimum, when the position of Treasurer changes hands.

ARTICLE 8 – BYLAWS

Section 8.1 – Official Copy

1. It shall be the duty of the Secretary of the Association to maintain an official copy of the Association Bylaws.

Section 8.2 - Submitting Amendments

1. Any member of the Association may propose amendment to these Bylaws by submitting such proposal to an active member in writing, which will then be presented at any regular or special meeting of the Association.

Section 8.3 - Adoption of Amendments

1. These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted as follows:

- A. The proposed amendments(s) shall be discussed during the meeting in which such proposed amendment(s) were submitted.
- B. At the next regular or special meeting of the Association, provided that the purpose of such a special meeting is to approve or disapprove such proposed amendment(s), such proposed amendment(s) shall be voted on by the active members of the Association.

- C. The proposed amendment(s) shall be adopted only upon the affirmative vote of a 2/3 (66.7%) majority of active members, provided that a quorum of active members cast votes.
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ARTICLE 9 - FOOTBALL PROGRAM RULES OF PLAY AND PROCEDURES

Section 9.1 - JMFA Bylaws and JMFA Rules of Play

1. The football program of the Association is part of the program of JMFA. The Association's Bylaws and Rules of Play shall not conflict with the Bylaws and Rules of JMFA.
2. The Rules of JMFA shall govern the administration of the Association's football program insofar as the Association shall make no rule that is in conflict with JMFA Rules of Play. Any further rules not addressed by JMFA Rules of Play that should be necessary to conduct the Association's football program shall be passed by resolution of the active members, and may be changed from time to time as the need arises. An amendment to these Bylaws shall not be required in order to adopt, change, or pass by resolution any Association regulation or rule governing the administration of the Association's football program.
3. The President shall keep the membership of the Association informed as to any changes to the JMFA Bylaws or JMFA Rules of Play.

Section 9.2 - GMJFA Rules of Play and Procedures

1. The Association shall adopt and maintain Rules of Play and Procedures.
 2. Rules of Play and Procedures shall be prepared in a separate document and are made a part of these Bylaws only by reference.
 3. In the event of a conflict between these Bylaws and the Rules of Play and Procedures, the Bylaws shall hold precedence.
 4. Amendments to the Rules of Play and Procedures shall not constitute amendments to the Bylaws.
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ARTICLE 10 - METHOD OF DISSOLUTION OF ASSOCIATION

1. Voluntary dissolution of the Association shall be accomplished by the affirmative vote of a 3/4 (75%) majority of the Board of Directors, and ratified by a majority vote of the active members of the Association in any meeting of the Association. No member of the Association shall be entitled to, or have any interest in, the assets of the Association or any right to share in the distribution thereof. In the event of the dissolution of the Association, its then net assets and monies shall be transferred and conveyed to JMFA.

As Amended by the Green Mountain Junior Football Association: April 8, 2010