

BYLAWS OF GREENVILLE ROCKET FOOTBALL, INC.

Mission

A youth Football program in the Greenville, Michigan area promoting participation, sportsmanship, and team play while competing against other area teams.

ARTICLE I OFFICES

- 1.01 *Purpose of Organization.* Greenville Rocket Football, Inc. is organized exclusively as a non-profit 501(c)3 youth sports organization (education section) under the Internal Revenue Code, or corresponding section of any future tax codes. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code (*amended: 4-4-12*).
- 1.01.1 *Principal Office.* The principal office of the corporation shall be at such place within the State of Michigan as the board of directors may determine from time to time.
- 1.01.2 *Office Location.* 600 N. Lafayette, Suite C, Greenville, MI 48838 (*amended: 3-9-11*).
- 1.01.3 *Other Offices.* The board of directors may establish other offices in or outside the State of Michigan.

ARTICLE II DIRECTORS

- 2.01 Greenville Rocket Football, Inc. is organized upon a directorship basis (*amended: 11-12-14*).
- 2.01.1 *Eligibility for Directorship.* To be eligible for directorship in the corporation, an individual must satisfy the following requirements:
- A. Be of 21 years of age
 - B. Be a United States Citizen in good standing with the law
 - C. Have an interest in actively participating to achieve the objectives of Greenville Rocket Football, Inc., and its purposes
- (*amended: 11-12-14*).
- 2.04 *Annual Meeting.* The annual meeting of the directors shall be held on the third Wednesday of February of each year. At each meeting, directors shall be elected and any other business shall be transacted that may come before the meeting (*amended: 11-12-14*).
- 2.05 *Special Meetings.* Special meetings of the directors may be called by the board of directors or the president. Such meetings shall also be called by the president or secretary at the written request of not less than 10 percent of the directors (*amended: 11-12-14*).

- 2.06 *Place of Meetings.* All corporate meetings shall be held at the corporation's principal office or at any place determined by the board of directors and stated in the notice of the meeting (*amended: 11-12-14*).
- 2.07 *Notice of Meetings.* Except as otherwise provided by statute, written notice of time, place, and purpose of a directorship meeting shall be given not less than 10 days nor more than 30 days before the date of the meeting. Notice shall be given either personally or by mail or electronic communication available to each director of record entitled to vote at the meeting (*amended: 11-12-14*).
- 2.09 *List of Directors.* The secretary of the corporation or the agent of the corporation having charge of the directorship records of the corporation shall make and certify a complete list of the directors entitled to vote at a directorship meeting or any adjournment. The list shall be arranged alphabetically with the address of each director, and be produced at the time and place of the directorship meeting (*amended: 11-12-14*).
- 2.10 *Quorum.* Unless a greater or lesser quorum is required by statute, directors present in person or by proxy who, as of the record date, represent fifty one percent (51%) of the directors entitled to vote at a directorship meeting shall constitute a quorum at the meeting. Whether or not a quorum is present, the meeting may be adjourned by vote of the members present (*amended: 11-12-14*).
- 2.11 *Proxies.* A director entitled to vote at a directorship meeting or to express consent or dissent without a meeting may authorize other persons to act for the director by proxy. A proxy shall be signed by the director or the director's authorized agent or representative and shall not be valid after the expiration of three years, unless otherwise provided in the proxy. A proxy is revocable at the pleasure of the director executing it except as otherwise provided by statute (*amended: 11-12-14*).
- 2.12 *Voting.* Each director is entitled to one vote on each matter submitted to a vote. A vote may be cast either orally or in writing. Directors shall be elected by a plurality of votes cast at any election. The vote for the election of directors shall be cast by ballot and the President shall appoint two mid-term Board members to tally the vote (*amended: 11-12-14*).
- 2.13 *Meeting by Telephone or Similar Equipment.* A director may participate in a directorship meeting by conference telephone or any similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section constitutes presence in person at the meeting (*amended: 11-12-14*).

ARTICLE III BOARD

- 3.01 *General Powers.* The business, property, and affairs of the corporation shall be managed by the board of directors.
- 3.02 *Number.* There shall be not less than 5 nor more than 15 directors on the board as shall be fixed from time to time by the board of directors.

- 3.03 *Tenure.* Each director of the corporation shall hold office until the director's death, resignation, or removal. Each director shall serve a maximum of three terms.
- 3.04 *Resignation.* Any director may resign at any time by providing written notice to the corporation. The resignation will be effective on receipt of the notice or at a later time designated in the notice. A successor shall be appointed as provided in section 3.06 of the bylaws.
- 3.05 *Removal.* Any director may be removed with cause by the remaining directors on the board.
- 3.06 *Board Vacancies.* A vacancy on the board may be filled with a person selected by the remaining directors on the board.
- 3.06.1 *Vacancy Appointments.* The board of directors shall conduct an oral interview or review a letter of interest from any applicant that applies prior to the scheduled meeting. The board shall then vote by ballot to fill the vacant position (*amended 11-11-10*).
- 3.07 *Annual Meeting.* An annual meeting shall be held each year on **the third Wednesday of February each calendar year**. If the annual meeting is not held at that time, the board shall cause the meeting to be held as soon thereafter as is convenient. At this meeting, those Board positions up for election shall be filled from interested candidates. Each interested candidate will be given a period of time established by the President to introduce themselves and to state their interests in the available position (*amended: 1-16-13*).
- 3.07.1 Immediately after the election the positions of President, Vice President, Treasurer, and Secretary shall be elected from the Board of Directors these positions shall serve for their appointed duties and not chair any additional committees (*amended: 11-12-14*).
- 3.08 *Amount of Meetings.* The board of directors shall meet once a month unless the meeting is cancelled by the president for lack of agenda items or the inability to form a quorum. A board member missing over one third of the scheduled meetings shall be removed from the board by automatic resignation. This meeting shall take place on the second Wednesday of each month. (*amended: 05-25-16*).
- 3.08.1 *Regular Meetings.* Regular meetings of the board may be held at the time and place as determined by resolution of the board without notice other than the resolution.
- 3.09 *Special Meetings.* Special meetings of the board may be called by the president or any two directors at the time and place determined by those persons authorized to call special meetings. Notice of the time and place of special meetings shall be given to each director in any manner at least three days before the meeting.
- 3.10 *Statement of Purpose.* The business to be transacted at, and the purpose of any regular or special meeting of the board need be specified in the notice for that meeting by the president or the person authorized to call the meeting at least three day prior to the meeting (*amended: 2-10-10*).
- 3.11 *Waiver of Notice.* The attendance of a director at a board meeting shall constitute a waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business

- because the meeting is not lawfully called or convened. In addition, the director may submit a signed waiver of notice that shall constitute a waiver of notice of the meeting.
- 3.12 *Meeting by Telephone or Similar Equipment.* A director may participate in a meeting by conference telephone or any similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.
- 3.13 *Quorum.* A majority of the directors then in office constitutes a quorum for the transaction of any business at any meeting of the board. Actions voted on by a majority of directors present at a meeting where a quorum is present shall constitute authorized actions by the board.
- 3.14 *Consent of Corporate Actions.* Any action required or permitted to be taken pursuant to authorization of the board may be taken without a meeting if, before or after the action, all directors' consent in writing. Written consents shall be filed with the minutes of the boards proceedings.
- 3.15 *Electronic Consent of Corporate Actions.* Any action required or permitted to be taken pursuant to authorization of the Board may be taken by email or similar electronic communication. An action requiring consent shall be proposed and seconded. Electronic consents shall be recorded by the Secretary and filed with the minutes of the next's Boards proceedings. A quorum of responding Board members shall constitute authorization by the Board (*amended: 11-08-12*).

ARTICLE IV COMMITTEES

- 4.01 *General Powers.* The board, by resolution adopted by a vote of a majority of its directors, may designate one or more committees, each committee consisting of one or more directors. The board may also designate one or more directors as alternate committee members who may replace an absent or disqualified member at a committee meeting. If a committee member is absent or disqualified from voting, then members present at a meeting who are not disqualified from voting may, whether or not they constitute a quorum, unanimously appoint an alternate committee member to act at the committee meeting in place of the absent or disqualified member. All committees designated by the board shall serve at the pleasure of the board and shall notify the board of all actions taken therein.

A committee designated by the board may exercise any powers of the board in managing the corporations business and affairs, to the extent provided by resolution of the board. However, no committee shall have the power to

- (a) Amend the articles of incorporation
- (b) Adopt an agreement of merger or consolidation
- (c) Amend the bylaws of the corporation
- (d) Fill vacancies on the board; or
- (e) Fix compensation of the directors for serving on the board or on a committee.

- (f) Recommend to members the sale, lease, or exchange of all or substantially all of the corporation's property and assets
 - (g) Recommend to the members a dissolution of the corporation or a revocation of a dissolution; or
 - (h) Terminate memberships
- 4.01.1 *Committees types.* The following committees are adopted by the board of directors:
- A. Fundraising (*amended: 2-1-12*)
 - B. Marketing (*amended: 2-10-10*)
 - C. Equipment (*amended: 6-1-2011*)
 - D. Tackle Football (*amended: 2-1-12*)
 - E. Flag football (*amended: 4-26-10*)
 - F. Sign Ups and End of Year Celebration (*amended: 2-18-15*)
 - G. Cheer (*amended: 4-26-10*)
 - H. League (*amended: 3-16-14*)
 - I. Volunteers and Pictures (*amended: 2-18-15*)
 - J. Operations (*amended: 2-18-15*)
- 4.02 *Meetings.* Committees shall meet as directed by the board, and their meetings shall be governed by the rules provided in article III for meetings of the board. Minutes shall be recorded at each committee meeting and shall be presented at the board.
- 4.02.1 *Minimum Amount of Committees to Serve on.* Each director shall chair one committee and serve on a minimum of one and a maximum of three additional committees (*amended: 8-12-10*).
- 4.03 *Executive Committee:* The Executive Committee shall be composed of the President, Vice President, Treasurer, Secretary and (1) elected Director appointed to the committee by the Board. The appointed Director shall serve non consecutive yearly terms. The Executive Committee shall meet as needed when Board action is needed and time constraints do not allow for scheduled committee or Board meetings to occur. The Executive Committee Decisions shall be decided by quorum of the committee and shall be recorded in the next scheduled Board meeting. *The President shall request action from the responsible committee Director or the board 24 hours prior to convening the Executive Committee.* At no time shall the Executive Committee have the authority to set aside a decision rendered by the full Board or a duly attended and recorded Committee meeting. The president shall notify the director within 24 hours of committee action (*amended: 11-08-12*).
- 4.04 *Discipline Review Committee.* The Discipline Review Committee shall have the Following Directors: President, League Director, Tackle Director, Flag Director, and Cheer Director. The Secretary shall serve as recording officer. This committee shall review and recommend action regarding all parent, coach, participant, and spectator rules and code of conduct violations. Other complaints and violations shall be directed to the President for review and Board action. A seat on this committee does not count towards the maximum number of committees a board member may serve on (*amended 11-08-12*).

ARTICLE V OFFICERS

- 5.01 *Number.* The officers of the corporation shall be appointed by the board. The officers shall be a president, a secretary, and a treasurer. There may also be a vice-president and such other officers as the board deems appropriate. The president shall be a non-voting member of the board. Two or more offices may be held by the same person, but such person shall not execute, acknowledge, or verify an instrument in more than one capacity if the instrument is required by law to be the president or by the board to be executed, acknowledged, or verified by two or more officers.
- 5.01.1 *Additional Officers.* In addition to the officers listed in 5.01, the following officers shall be added to Direct committees:
- Director of Concessions (*Deleted: 2/18/15*)
 - Director of Fund Raising (*amended 2/1/12*)
 - Director of Marketing (*amended: 4-26-10*)
 - Director of Merchandise (*Deleted: 2/18/15*)
 - Director of Operations (*amended: 2/18/15*)
 - Director of Equipment (*amended: 6/11/11*).
 - Director of Tackle Football (*amended: 4/26/10*)
 - Director of Banquet and Pictures (*Deleted: 2/18/15*)
 - Director of Cheer (*amended: 4/26/10*)
 - Director of Flag Football (*amended: 4/26/10*)
 - Director of Signups and End of Year Celebration (*amended: 2/18/15*)
 - Director of League (*amended: 4/16/14*)
 - Director of Volunteers and Pictures (*amended: 3/24/14*)
- 5.02 *Terms of Office.* Each officer shall hold office for the term appointed and until a successor is appointed and qualified. An officer may resign at any time by providing written notice to the corporation. Notice of resignation is effective on receipt or at a later time designated in the notice.
- 5.02.1 *Term of Office.* The board of directors shall hold yearly elections for not more than one third of the currently elected directors. Each term shall be for no more than three years (*amended: 6-16-10*).
- 5.03 *Removal.* An officer appointed by the board may be removed with or without cause by vote of a majority of the board. The removal shall be without prejudice to the person's contract rights, if any. Appointment to an office does not of itself create contract rights.
- 5.04 *Vacancies.* A vacancy in any office for any reason may be filled by the board.
- 5.05 *President (amended 6-11-11)*
- Chief Executive Officer
1. Has Authority over the general control and management of business affairs
 2. May appoint or discharge independent contractors
 3. Shall see to it that all actions taken by the GRFL board are executed
- Greenville Public School Liaison
1. Liaison to GPS along with the Vice President

2. Coordinates all field and school usage
3. Represents the interests of GRFL to the School Administration and Board
4. Coordinate with GPS for related events, i.e. sign-ups parent meetings, etc...

Agenda

1. Set agenda for Board meetings and contact all board members
2. Oversee yearly member election meetings and election results
3. Call special and regular meetings as needed
4. Conduct meetings per applicable laws and Robert Rules of Order (Parliamentary Procedure)

Discipline Review

1. Review all GRFL Board member complaints with Vice president and the Board member in question.
2. Receive all discipline complaints and present those complaints in conjunction with the Vice President to the committee for review
3. Shall Serve on the League Committee and the Discipline Review Committee

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board (*amended: 6-11-11*)

5.06 *Vice President.*

In the absence of the president, perform all duties assigned to the President as defined in section 5.05

Discipline Review

1. Review all GRFL Board member complaints with President and the Board member in question
2. Receive all discipline complaints and present those complaints in conjunction with the President to the committee for review

Liaison with all affiliated leagues

1. Represent GRFL and its interests to all affiliated leagues (*See league Director 5.10*)
2. Coordinate league responsibilities with League Director

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.07 *Secretary (amended 6-11-11)*

Chief Recording Officer

1. Attend all GRFL Board meetings
2. Keep minutes of all meetings in an acceptable format
3. Provide previous minutes to the president to be included in subsequent meeting agenda for review prior to meeting
4. Maintain in conjunction with the president current minutes for member review

Corporate Records

1. Keep copies of all filings and bylaws for member approval upon request
2. Provide notices to each GRFL Board Member as required by law
3. Custodian of all corporate papers and documents

- Member notices
1. Keep a register of all member names and addresses
 2. Notify all members for yearly membership meeting
 3. Accept and record tallied member ballots from appointed board members and record vote totals at membership meeting
- Member Records
1. Keep copies of all member forms and update member list as needed
 2. Keep copies of all participant forms and League forms
 3. Keep copies of all member agreements
- Incidental Duties
1. Perform all other duties incidental to the office as required by law or the GRFL Board
- 5.09 *Treasurer (amended 6-11-11).*
- Chief Financial Officer
1. Have charge and custody over corporate funds and securities
 2. Present or delegate reporting of all financial transactions at GRFL meetings
 3. Complete all corporate filings with appropriate agencies
 4. Maintain overall budget for GRFL
 5. Provide guidance for committee budgets
- Corporate Records
1. Keep accurate books and corporate records of receipts and disbursements
 2. Present year end financial statement at yearly member meeting
 3. Oversee all contract services and 1099's in conjunction with President
- Purchasing and Deposits
1. Deposit or cause to deposit all moneys and securities received
 2. Primary signature for all purchases
 3. Present all receipts and disbursements to the GRFL Board as needed for Review
 4. Perform all other duties incidental to the office as required by law or the GRFL Board
- Incidental Duties
1. Perform all other duties incidental to the office as required by law or the GRFL Board
- 5.09.1 *Refund of Fees.* The treasurer shall refund all fees collected for a participant if requested prior to the start of the first practice *(amended: 8-29-10).*
- 5.10 *League Director –GRFL Vice President (5.06) (amended: 4-16-14).*
- GRFL Representative for the all affiliated football leagues.
1. Attend League meetings and convey League information to the GRFL Board
 2. Review GRFL rules for league compliance
 3. Present and coordinate league rules
- Practice Rules
1. Coordinate with Director of Tackle for enforcement of mandatory practice times and dates
 2. Coordinate with Director of Tackle for scrimmages between area teams

3. Monitor teams for League practice rules compliance

Game Schedules

1. Develop game schedule with Vice President
2. Monitor away teams for League compliance

Handling of complaints/conflicts concerning League procedures and policies

1. Coordinate with the Discipline Review Committee concerning complaints about coaches, parents, spectators and participants
2. Shall serve on the Discipline Review Committee
3. Practice and game day review of coaches and players
4. Coordinate with GRFL Board on discipline review for coaches prior to action

Ensure coaches compliance with League and GRFL guidelines and rules

1. Monitor game and practice conduct and football rules applications
2. Monitor game and practice safety
3. Coordinate coach's background checks and completed training in conjunction with the League policies. Maintain coach's lists and certifications.

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.11 *Concession Director (Deleted: 2/18/15).*

Concessions Area

1. Maintain school property
2. Set up and Clean area before and after event usage

Concessions Sales/Inventory

1. Procure/Maintain concession inventory for football events
2. Update and post all current product pricing at events
3. Maintain adequate levels of volunteer staff at events

Pricing and loss

1. Maintain volunteer food list
2. Notify Treasurer or expected expenditures and cost overruns
3. Set pricing on sale items as needed

Equipment

1. Purchase equipment as necessary for concessions operations
2. Maintain and replace equipment parts as needed
3. Coordinate equipment needs with Equipment Chairperson

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.12 *Fund Raising Director (amended 2-1-12).*

Fund Raising

1. Presents options to Fundraising Committee for type of product and vendor for participant fundraising
2. Coordinate with Tackle/Cheer/Flag Coaches for Fundraising handouts and collections
3. Communicate and set delivery time and team pick-up locations with coaches for fundraiser items

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.13 *Merchandise Director (Deleted: 2/18/15).*

Apparel and Merchandise

1. Maintain inventory of current merchandise
2. Order new merchandise as needed for the new season
3. Discount old merchandise as need to make way for new products
4. Coordinate design of new merchandise with Marketing Chairperson
5. Set-up and tear down merchandise booth at events
6. Maintain volunteer level at merchandise booth
7. Take a written final year inventory and compare this yearly inventory against a written weekly balance sheet. Final year inventory shall include beginning year inventory and purchases made for the year.

5.14 *Marketing Director (amended 2-18-15).*

Management

1. Coordinate with Operations (Banners) and GPS (events)
2. Arrange all forms and handouts and Coordinate with Sponsorship Coordinator
3. Advertise Banners and donations as needed
4. Maintain all forms for Board review

Banner Sales

1. Coordinate all banner size/pricing with Sponsorship Coordinator
2. Procure Banner from selected vendors
3. Contact potential business donors
4. Coordinate Set-up and removal banners for each game event with Operations

Plaque Presentation and Payment Collection

1. Collect all outstanding debt
2. Prepare year end reports
3. Deliver Thank you letter and Sponsorship Plaques after season starts

Charity Events

1. Coordinate all charity events and submit to GRFL for Approval
2. Coordinate all volunteer staffing needs for Charity events

5.14.1 *Sponsorship Coordinator (added 2-18-15).*

The Sponsorship Coordinator shall be employed by Greenville Rocket Football, Inc. The Coordinator shall be held accountable for obtaining sponsorships as defined and will report bi-weekly to the Greenville Rocket Football Board Treasurer and Marketing Director in regards to progress and job responsibilities. Responsibilities will also include writing and submission of grants.

1. Duties: Responsible for the following:

Coordinate the sponsorship program, which includes:

- a. Administration of the program and program design with the support of the marketing director and marketing committee, sell sponsorships through mailings and personal visits, follow-up on sponsorship opportunities.
- b. Incentive for the Sponsorship program for 2013 includes the following:

1. Total of all packages exceeding \$7,500; bonus will be given in the amount of 15%
over the \$7,500 expectation.
2. The bonus percentage and dollar expectation amounts will be reviewed and changed
on an annual basis.
3. Bonus payment distributions will be made as follows: Bonus based on committed
funds as of when the base amount of \$7500 dollars is reached (base pay of \$750) and monthly thereafter.
4. The deadline for obtaining sign sponsorships is September 4, 2013.
5. Any "in-kind" donations are not included in the bonus calculation.
6. Grants awarded:
 - For grants of \$5,000 or less the bonus shall be 10%
 - For grants of greater than \$5,000, the bonus shall be 15% of the total

This position is an independent contractor position per the Internal Revenue Service guidelines. A valid social security number must be provided for 1099 purposes. GRFL is not responsible for tax payments or mileage incurred. Insurance is not provided. This person cannot be a current member of Greenville Rocket Football Board of Directors.

5.15 Signup and End of Year Celebration Director (added 2/1/12).

Sign-ups

1. Coordinate with Operations and Greenville Public Schools for sign-up locations
2. Coordinate participant information with League Director
3. Advertise sign-ups as needed and arrange adequate volunteers
4. Maintain all forms for League and GRFL review

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.16 Operations Director (amended 2-24-16).

Game Day Operations (amended 6-11-11).

1. Coordinate Referee services with Treasurer.
2. Coordinate rental equipment and contracts such as Porta-Johns, lawn care, field maintenance, etc...
3. Coordinate with coaches and Director of Tackle on field usage, game times, cleaning bench area
4. Coordinate with Director of Cheerleading for game day operations, times, cleaning cheer area, etc...
5. Coordinate with Director of Flag for game day operations, field setup, times, cleaning areas, etc...
6. Maintain game ready facilities for participants, coaches and spectators
7. Coordinate with NRFL Field Director on field closings and delays
8. Report maintenance issues/needs to the President for communication to Greenville Public Schools.

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.17 *Equipment Director (amended 6-11-11).*

Equipment

1. Purchase equipment and supplies as needed
2. Purchase/maintain/inventory incidental equipment as approved by GRFL
3. Purchase/maintain/inventory all issued coaches boxes
4. Coordinate equipment and uniform return with Directors of Cheer, Flag, and Tackle
5. Coordinate Uniform Cleaning services with treasurer

Cheerleading, Flag, and Tackle Equipment

1. Assist in distribution of equipment and uniforms with Director of Cheer, Flag and Tackle
2. Review current and future Uniform needs
3. Receive year end equipment condition summary from Director of Cheer, Flag, and Tackle

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.18 *Banquet and Pictures Director (Picture duties merged with Volunteer Director and Banquet merged with Signup Directors: Deleted: 2/18/15).*

Banquet

1. Arrange time and place for Awards Banquet
2. Arrange type of refreshments/meal and volunteer staffing
3. Coordinate with Tackle/Cheer/Flag Directors amount and type of awards
4. Set-up and tear down Banquet area after usage
5. Coordinate team picture/coach's awards

Team and Individual Pictures

1. Select vendor for pictures
2. Coordinate with Tackle/Cheer/Flag coaches time and location for Pictures
3. Set schedule for team pictures and deliver to coaches
4. Coordinate with coaches and deliver photo pricing and packages to teams

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.19 *Tackle Football Director (amended 2-1-12).*

Oversight and coordination of weekly practices

1. Define practice areas for tackle teams
2. Coordinate with the President and the NRFL Field Director concerning mandatory practice time and locations for teams
3. Collect practice time and days in master list for parents and GRFL
4. Coordinate with the President and the NRFL Field Director to monitor practices for contact and non-contact days

Communication of information to coaches from the NRFL and GRFL programs

1. Fundraising/Picture day/Awards banquet team handouts
2. Rules interpretations or clarifications
3. Game schedules

4. Inclement weather

Ensure coaches compliance with League and GRFL guidelines and rules

1. Monitor game and practice conduct and football rules applications
2. Monitor game and practice safety
3. Notify Coach's of game delays and cancellations
4. Notify Coaches of team and player selection
5. Policing practice and game areas

Equipment

1. Review equipment needs for number of teams and team size
2. Distribute Football equipment and uniforms to teams
3. Coordinate equipment needs with Director of Equipment

Coaches Tackle Selection and Training

1. Ensure understanding and implementation of training through hands-on effort
2. Readily available to demonstrate all aspects of Greenville's Playbook
3. Oversee tackle committee meeting to select the number of teams and coaches per team immediately after end of sign-ups. Ensure no board member is head coach of a tackle team.

Coach's Book

1. Prepare and review Coach's book for all head coaches
2. List coaching responsibilities
3. Update rules and list sample drills/plays/exercises/etc... for coaches
4. Include other information as needed

Handling of complaints/conflicts for Tackle teams

1. Coordinate with the Discipline Review Committee concerning complaints about coaches, parents, spectators and participants.
2. Shall Serve on the League Committee and the Discipline Review Committee

Awards

1. Verify amount of awards needed with Director of Banquet and Pictures
2. Assist Director of Banquet and Pictures with Tackle awards as needed

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.19.1 *Eighth Grade Head Coach (amended 6-18-14).*

The Eighth Grade Head Coach shall be a paid position. In the event of GRFL fielding one qualified team the coaching shall receive a base pay of \$1800 per season. In the event of Greenville fielding two qualified teams, each coach shall receive a base pay of \$1200.

This position is an independent contractor position per the Internal Revenue Service guidelines. A valid social security number must be provided for 1099 purposes. GRFL is not responsible for tax payments or mileage incurred. Insurance is not provided. This person cannot be a current member of Greenville Rocket Football Board of Directors.

5.20 *Cheer Director (Amended 6-11-11).*

Organize Cheer Squads

1. Collect all sign-up forms and verify all required information is submitted

2. Collect all sign-ups and divide into teams based on age
3. Submit all coach's information to coaches committee for background checks

Practice Schedule

1. Contact practice locations and secure time and duration for cheer practices
2. Contact coaches with time and location for practices

Squads

1. Contact all coaches with player assignments
2. Contact all players with coach and team information
3. Assign team number to coaches based on age and size of squad
4. Copy coaches on emergency/medical information provided on sign-ups

Greenville Cheerleading Rules

1. Review current cheer rules and deliver current rules to all cheer coaches
2. Assist all coaches with rules of play and typical practice schedules
3. Collect all practice times and locations in master list for parents and GRFL

Equipment

1. Review equipment needs for number of teams and team size
2. Distribute uniforms and equipment to teams
3. Coordinate equipment needs with Director of Equipment

Practice and Games

1. Prepare game day schedule
2. Notify coaches of game cancellations or delays
3. Set-up tear down field after games
4. coordinate with NRFL Director on practice field use and field closures

Handling of complaints/conflicts for Cheer squads

1. Coordinate with the Discipline Review Committee concerning complaints about coaches, parents, spectators and participants.
2. Shall Serve on the NRFL Committee and the Discipline Review Committee

Awards

1. Verify amount of awards needed with Director of Banquet and Pictures
2. Assist Director of Banquet and Pictures with Flag awards as needed

Coach's Book

1. Prepare and review Coach's book for all head coaches
2. List coaching responsibilities
3. Update rules and list sample drills/cheers/exercises/etc... for coaches
4. Include other information as needed

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.21 *Flag Director (Amended 6-11-11).*

Organize Flag Teams

1. Collect all sign-up forms and verify all required information is submitted
2. Collect all sign-ups and divide into teams based on age and weight
3. Submit all coach's information to coaches committee for background checks

Teams

1. Contact all coaches with player assignments
2. Contact all players with coach and team information
3. Assign team number and colors to coaches based on age
4. Copy coaches on emergency/medical information provided on sign-ups

Greenville Flag Football Rules

1. Review current Flag rules and deliver current rules to all flag coaches
2. Assist all coaches with rules of play and typical practice schedules
3. Collect all practice times and locations in master list for parents and GRFL

Equipment

1. Review equipment needs for number of teams and team size
2. Distribute jerseys to teams
3. Coordinate equipment needs with Director of Equipment

Practice and Games

1. Prepare game day schedule
2. Notify coaches of game cancellations or delays
3. Set-up tear down field after games
4. coordinate with Tackle Chairman on practice field use and field closures

Handling of complaints/conflicts for Flag teams

1. Coordinate with the Discipline Review Committee concerning complaints about coaches, parents, spectators and participants
2. Shall Serve on the League Committee and the Discipline Review Committee.

Awards

1. Verify amount of awards needed with Banquet Chairman
2. Assist Banquet Chairman with Flag awards as needed

Coach's Book

1. Prepare and review Coach's book for all head coaches
2. List coaching responsibilities
3. Update rules and list sample drills/plays/exercises/etc... for coaches
4. Include other information as needed

Incidental Duties

1. Perform all other duties incidental to the office as required by law or the GRFL Board

5.21.1 *Flag Football Rules.* All Flag coaches shall adhere to the adopted GRFL Flag Football rules and policies (*amended: 5-26-10*).

5.22 *Volunteer and Picture Director (Amended 2-18-15).*

Main duty: Maintain adequate staff for support areas (other than coaching)

1. Recruitment of volunteers to work in the following areas: Press box, chain gang, concessions, fundraisers, merchandise, golf outing.....not sure.
2. Recruitment of volunteers to get them involved in rocket football so that they can step into a director's position.
3. Recruitment of directors to fill empty spots and run for the board.
4. Work with merchandise to get coaching shirts.
5. Coordinate volunteers for special projects (field clean-up, signups, others as needed)
6. Design system of identification for volunteers such as badge, t-shirt, etc.
7. Develop volunteer appreciation program for our volunteers.

8. Benchmark other groups within our league on how they recruit volunteers
9. Implement best practices on volunteer recruitment

5.23 Coach Selection. Any coaches selected shall first be chosen from parent or legal guardian applications. Applications from any non-parent or legal guardian shall be selected after all parent or legal guardian applications have been applied. No sitting board member shall be selected as a head coach of a tackle Football team unless approved by the board (*amended: 3-3-13*).

ARTICLE VI CORPORATE DOCUMENT PROCEDURE

- 6.01 All corporate documents (including stocks, bonds, agreements, insurance and annuity contracts, qualified and nonqualified deferred compensation plans, checks, notes, disbursements, loans and other debt obligations) shall not be signed by any officer, designated agent, or attorney-in-fact unless authorized by the board or by these bylaws.
- 6.01.1 *Corporate Documents Location.* All documents pertaining to the corporation shall be kept at a location approved by the board of directors and shall not be kept at a private residence (*amended: 4-26-10*).

ARTICLE VII INDEMNIFICATION

- 7.01 *Nonderivative Actions.* Subject to all of the other provisions of this article, the corporation shall indemnify any person who was or is a party, or is threatened to be made a party to, any threatened, pending, or completed action, suit, or proceeding. This includes any civil, criminal, administrative, or investigative proceeding, whether formal or informal (other than an action by or in the right of the corporation). Such indemnification shall apply only to a person who was or is a director or an officer of the corporation or who was or is serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not for profit. The person shall be indemnified and held harmless against expenses (including attorney fees), judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit, or proceeding, if the person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation. With respect to any criminal action or proceeding, the person must have no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or on a plea of nolo contendere or its equivalent, shall not by itself

- create a presumption that (a) the person did not act in good faith and in a manner the person reasonably believed to be in or not opposed to the best interest of the corporation, or (b) with respect to any criminal action or proceeding, the person had reasonable cause to believe that his or her conduct was unlawful.
- 7.02 *Derivative Actions.* Subject to all the provisions of this article, the corporation shall indemnify any person who was or is a party to, or is threatened to be made a party to, any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor because (a) the person was or is a director or officer of the corporation, or (b) the person was or is a serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether or not for profit. The person shall be indemnified and held harmless against expenses (including actual and reasonable attorney fees) and amounts paid in settlement incurred by the person in connection with such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation. However, indemnification shall not be made for any claim, issue, or matter in which the person has been found liable to the corporation unless and only to the extent that the court in which such action or suit was brought has determined on application that, despite the adjudication of liability but in view of all circumstances of the case, the person is fairly and reasonably entitled to indemnification for the expenses that the court considers proper.
- 7.03 *Expenses of Successful Defense.* To the extent that a person has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in sections 7.01 or 7.02 of this article, or in defense of any claim, issue, or matter in the action, suit, or proceeding, the person shall be indemnified against expenses (including actual and reasonable attorney fees incurred in connection with the action and in any proceedings brought to enforce the mandatory indemnification provided by this article.
- 7.04 *Contract Right; Limitation on Indemnity.* The right to indemnification conferred in this article shall be a contract right and shall apply to services of a director or an officer as an employee or agent of the corporation as well as in such person's capacity as a director or officer. Except as provided in section 7.03 of this article, the corporation shall have no obligations under this article to indemnify and person in connection with any proceeding, or part thereof, initiated by such person without authorization by the board.
- 7.05 *Determination That Indemnification is Proper.* Any indemnification under sections 7.01 or 7.02 of this article (unless ordered by a court) shall be made by the corporation only as authorized in the specific case. The corporation must determine that the indemnification of the person is proper in the circumstances because the person has met the applicable standard of conduct set forth in sections 7.01 or 7.02, whichever is applicable. Such determination shall be made in any of the following ways:
- (a) By a majority vote of a quorum of the board consisting of directors who were not parties to such action, suit or proceeding.

- (b) If the quorum described in clause (a) above is not obtainable, then by a committee of directors who are not parties to the action. The committee shall consist of not less than two disinterested directors.
- (c) By independent legal counsel in written opinion.
- 7.06 *Proportionate Indemnity.* If a person is entitled to indemnification under sections 7.01 or 7.02 of this article for a portion of expenses, including attorney fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount, the corporation shall indemnify the person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the person is entitled to be indemnified.
- 7.07 *Expense Advance.* Expenses incurred in defending a civil or criminal action, suit or proceeding described in sections 7.01 or 7.02 of this article may be paid by the corporation in advance of the final disposition of the action, suit, or proceeding, on receipt of an undertaking by or on behalf of the person involved to repay the expenses, if it is ultimately determined that the person that the person is not entitled to be indemnified by the corporation. The undertaking shall be an unlimited general obligation of the person on whose behalf advances are made, but need not be secured.
- 7.08 *Nonexclusivity of Rights.* The indemnification or advancement of expenses provided under this article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under a contractual arrangement with the corporation. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses.
- 7.09 *Indemnification of Employees and Agents of the Corporation.* The corporation may, to the extent authorized from time to time by the board, grant rights to indemnification and to the advancement of expenses to any employee or agent of the corporation to the fullest extent of the provisions of this article with respect to the indemnification and advancement of expenses of directors and officers of the corporation.
- 7.10 *Former Directors and Officers.* The indemnification provided in this article continues for a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of that person.
- 7.11 *Insurance.* The corporation may purchase and maintain insurance on behalf of any person who (a) was or is serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Such insurance may protect against any liability asserted against the person and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the corporation would have the power to indemnify against such liability under this article or the laws of the State of Michigan.
- 7.12 *Changes in Michigan Law.* If there are any changes in the Michigan statutory provisions applicable to the corporation and relating to the matter of this article, then the indemnification to which any person shall be entitled shall be determined by such changed provisions, but only to the extent that any such

change permits the corporation to provide broader indemnification rights than such provisions permitted the corporation to provide before any such change.

ARTICLE VIII COMPENSATION

- 8.01 When authorized by the board, a person shall be reasonably compensated for services rendered to the corporation as an officer, director, employee, agent, or independent contractor, except as prohibited by these bylaws.

ARTICLE IX FISCAL YEAR

- 9.01 The fiscal year of the corporation shall end on December 31st.

ARTICLE X AMENDMENTS

- 10.1 The board of directors at any regular or special meeting may amend or repeal these bylaws, or adopt new bylaws by vote of a majority of these directors, if notice setting forth the terms of the proposal has been given in accordance with any notice requirement for such meeting of the board.

ARTICLE XI DISSOLUTION OF CORPORATION

- 11.1 On dissolution of the corporation, after paying or providing for the payment of all of the liabilities of the corporation, the corporation's assets shall be distributed (1) for one or more exempt purposes within the meaning of IRC501(c)(3), or the corresponding section of any future federal tax code or (2) to the federal government, or to a state or local government, for a public purpose. Any assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations that the court shall determine and that are organized and operated exclusively for such purposes.

The intent of Greenville Rocket Football Inc is to remain non-profit forever.
(amended: 8-3-11).

Revised 5-25-16

