

SANDY CREEK YOUTH FOOTBALL AS-
SOCIATION, INC.



AMENDED BYLAWS

JANUARY 13, 2014

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ARTICLE I – NAME

The name of the Association shall be **SANDY CREEK YOUTH FOOTBALL ASSOCIATION, INC.** (the "Association", "SCYFA"), and IT may operate under the trade name "Junior Patriots."

ARTICLE II – HEADQUARTERS

The headquarters and offices of the Association shall be located in Tyrone, Fayette County, Georgia. The Board of Directors of the Association shall have the authority to establish such additional offices for the Association in such places as they shall consider appropriate.

ARTICLE III – PURPOSES

3.01 Purpose

The Association is organized exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provisions of any subsequent federal tax law; provided, however, none of the Association's rights and powers shall include the right and power to carry on a business for profit. The specific purposes of the Association include, but are not limited to:

- a) Provide boys with an opportunity for development through a football program.
- b) Provide girls with an opportunity for development through cheerleading.
- c) Teach boys skills and techniques of instructional and competitive football.
- d) Teach girls the skills and techniques of instructional and competitive cheerleading.
- e) Promote the principles of good sportsmanship and physical fitness.
- f) Promote principles of good citizenship through community service and engagement.

3.02 Powers

The Association shall also have those powers reasonably necessary to accomplish the stated purposes and which are not contrary to law and to engage in any lawful business or activities related thereto and for which such associations may be organized under the Georgia Nonprofit Corporation Code, including the power to do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes set forth herein, provided the same are not forbidden by the laws of the State of Georgia.

3.03 No Financial Benefit

This is a non-profit Association. No part of its income shall financially benefit any of its officers, Directors, or members. The Association will seek funding by obtaining grants and donations from members, sponsors, the public and other organizations to fund the specific purposes of the Association as outlined in Section 3.01.

3.04 Statement of Policy

The officers, Directors, agents, or members shall not make any statement of policy in the name of this organization, unless specifically authorized to do so by the Board of Directors.

ARTICLE IV – LIMITATIONS

Said Association is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code or the corresponding section of any future federal tax law. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, Directors, trustees, officers, or other private persons, except that the Association 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 Article III; provided that such payments are consistent with the Conflicts of Interest policy set forth in Article XVII. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Bylaws, the Association shall not carry on any other activities not permitted to be carried on (a) by an Association exempt from federal income tax under Section 501 (c)(3) of the Code, or the corresponding section of any future federal tax law; or (b) by an Association, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax law.

ARTICLE V – MEMBERS

5.01 General

General membership and participation in this Association shall be voluntary and open to all persons. Other classes of membership may be recommended by the Board of Directors. Privileges and other appurtenances of membership shall be determined by the Board of Directors.

5.02 Qualifications

Upon payment of the registration fee and the execution of the registration document, the parent(s) or guardian(s) of the SCYFA participant becomes a member of the Association. All approved coaches are considered members of association.

5.03 Duration

The duration of the general membership shall be one calendar year or any portion thereof which coincides with the remainder of the SCYFA association calendar.

5.04 Privileges

General members have the privilege to submit nominations for the Board of Directors and participate in Association meetings, activities and events. Individuals may lose general membership privileges upon violation of these bylaws, the Parent Agreement, Coaching Agreement, or applicable statute.

ARTICLE VI - MEETINGS OF MEMBERS

6.01 Annual Meeting

An Annual Meeting of the members shall be held at such time and place as shall be designated by the Board of Directors for the purpose of transacting Association business that may come before the meeting.

6.02 Special Meetings

Special Meetings of the members may be called by the Board of Directors at such time and place as the Board of Directors deems necessary for the transaction of Association business.

6.03 Notice of Meeting

Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered either personally, by mail, or electronic transmission to each member of the Association, not less than seven (7) days before the date of such meeting by or at the direction of the President, Communications Director or the Secretary. In case of a Special Meeting or when required by statute or by these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice and the 7-day notice requirement may be waived by the Board of Directors. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the Association, with first-class or registered postage thereon prepaid.

ARTICLE VII - BOARD OF DIRECTORS

7.01 Number

The Board of Directors shall consist of thirteen (13) general members, the President, Vice-President, Treasurer, Secretary, Communications Director, Football Director, Cheerleading Director, Fundraising Director, Equipment Director, Field Director, Director of Development, Team Mom Coordinator and Cheerleading Coordinator. The offices of President, Vice-President, Treasurer, Secretary and Communications Director shall comprise the Executive Committee of the Board.

7.02 Powers

Subject to the provisions of the laws of this state and any limitations in the SCYFA Articles of Incorporation and these Bylaws, the activities and affairs of this Association shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. The Executive Committee shall have such powers as are deemed necessary, as delegated by the full Board of Directors, to conduct the day-to-day business of the Association.

7.03 Duties

It shall be the duty of the directors to:

- a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws;
- b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of agents and employees of the Association;
- c) Supervise all officers, agents and employees of the Association to assure that their duties are performed properly
- d) Meet at such times and places as required by these Bylaws;

- e) Register their addresses with the Secretary of the Association, and notices of meetings mailed, sent by electronic transmission, or telegraphed to them at such addresses shall be valid notices thereof.
- f) Openly communicate with all Association members regarding the business of the Association

7.04 Term of Service

Directors shall serve a one-year term unless they resign or are removed pursuant to these Bylaws.

7.05 Successive Terms

Members of the Board of Directors may be elected to any number of successive terms.

7.06 Attendance

If called upon by the President, each member of the Board of Directors shall attend functions and represent the Association at selected gatherings, league meetings or community events.

7.07 Resignation

Resignation of a Director shall become effective immediately or on the date specified therein and a vacancy will be deemed to exist as of such effective date. Any vacancy on the Board of Directors resulting from the removal or the resignation of a Director shall be filled by a majority of the remaining Directors.

7.08 Removal

Any Director may be removed from office, with or without cause, at a meeting of the Board of Directors called for the purpose of removing the Director provided that (i) the notice of the meeting states that the purpose, or one of the purposes of the meeting, is the removal of the director, and (ii) a quorum is present at the meeting. Any Director may be removed from office by a unanimous vote of the other members of the Board of Directors, when he or she misses three (3) consecutive regular meetings unexcused.

7.09 Compensation

Directors shall not receive any salary, compensation or other remuneration for their services to the Association, but shall be reimbursed for any expenses they may incur in connection with the performance of their duties and functions on the Board of Directors.

ARTICLE VIII – BOARD OF DIRECTORS DUTIES AND RESPONSIBILITIES

The PRESIDENT shall -

1. Serve as the chief executive officer of the Association.
2. Preside at all meetings of the Board of Directors and of the Association.
3. Provide guidance to the Board of Directors and all committees of the Board.
4. Serve as the primary point of contact and accountability for the Association.
5. Represent the Association at meetings with SCHS or community stakeholders.
6. Perform other duties as assigned by the Board of Directors.

The VICE PRESIDENT shall -

1. Assume the duties of the President when he or she is unavailable or unable to perform his or her duties.
2. Serve as the liaison between the Association and Sandy Creek High School.
3. Represent the Association at meetings and functions that affect the business of the Association, or send a designee from the Board of Directors.
4. Provide supervision, in conjunction with the President, to Association administrative processes, such as registration, certification and fundraising.
5. Perform other duties as assigned by the Board of Directors.

The TREASURER shall -

1. Be the chief financial officer of the Association
2. Maintain custody of all of the funds of the Association.
3. Review all payments made to the Association, and periodically account to the Board of Directors for all funds received.
4. Oversee the disbursement of the Association's funds in payment of its debts and obligations within the limits of the budget, if any, of the Association as adopted by the Board of Directors. The Treasurer shall have no authority to make any expenditure in excess of the budget if such a budget is prepared.
5. Have the option to select, with the approval of the President, a certified public accountant to conduct periodically a compilation, review or audit, as may be required by law, of the financial books and records of the Association and prepare such reports to the Board of Directors as he or she may consider appropriate. All such reports and audits shall be delivered to the President.
6. Execute and file such state and federal tax returns and other reports or documents in the name and on behalf of the Association as may be necessary or appropriate.
7. Perform other duties as assigned by the Board of Directors

The SECRETARY shall -

1. Make all of the arrangements necessary for the scheduling and holding of all meetings of the Board of Directors of the Association, including the preparation and delivery of notices to each person entitled to attend such meetings.
2. Attend all meetings of the Board of Directors of the Association and shall keep and maintain minutes of all such meetings. The minutes of these meetings, when approved by the Board of Directors, shall be made a part of the Association's permanent records.
3. Receive, transmit and respond to all correspondence for the Association, with the advice, where necessary, of the Board of Directors.
4. Insure, in conjunction with the Communications Director, the accuracy and completion of all Association records, databases, files and other documentation.
5. Perform other duties as assigned by the Board of Directors.

The COMMUNICATIONS DIRECTOR shall -

1. Have primary responsibility for the development, cultivation and communication of the SCYFA brand, including logos, messaging, online presence and marketing collateral.
2. Manage internal communication to coaches, parents, players and other stakeholders.
3. Act as Association spokesperson and external communications liaison to the media, affinity partners, sponsors, vendors and the public at large.
4. Manage the association's PR and outreach efforts in support of recruitment, retention, fundraising and, where necessary, crisis communications
5. Administer the Association's website, social media and electronic communications
6. Perform other duties as assigned by the Board of Directors

The FOOTBALL DIRECTOR shall -

1. Have responsibility for the planning and execution of all football-related activities.
2. Work in conjunction with the Equipment Director to provide player uniforms.
3. Maintain, in conjunction with the Director of Development, responsibility for the recruitment, evaluation, selection, certification and compliance of all football coaches.
4. Communicate effectively with coaches and the Board of Directors regarding important dates, schedules, meetings, events and essential information.
5. Manage the planning and execution of preseason workouts, player evaluations and placement of players on appropriate teams by age and skill level.
6. Coordinate coaching clinics, training sessions, camp participation, playbook distribution, meetings with the SCHS coaching staff and other learning opportunities.
7. Attend league meetings on behalf of the Association as necessary.
8. Insure that coaches, players and parents comply with the rules and regulations of the SCYFA, any league in which the Association participates, and all applicable laws.
9. Communicate significant parent issues or other conflicts to the Board of Directors immediately.
10. Perform other duties as assigned by the Board of Directors.

The CHEERLEADING DIRECTOR shall -

1. Have responsibility for the planning and execution of all cheer-related activities.
2. Work in conjunction with the Equipment Director to provide cheerleader uniforms.
3. Maintain, in conjunction with the Cheer Coordinator, responsibility for the recruitment, evaluation, selection, certification and compliance of all cheer coaches.
4. Communicate effectively with coaches and the Board of Directors regarding important dates, schedules, meetings, events and essential information.
5. Manage the placement of cheerleaders on appropriate teams by age and skill level.
6. Coordinate coaching clinics and other learning opportunities.
7. Attend league meetings on behalf of the Association as necessary.
8. Insure that coaches, cheerleaders and parents comply with the rules and regulations of the SCYFA, any league in which the Association participates, and all applicable laws.
9. Communicate significant issues or other conflicts to the Board of Directors immediately.
10. Perform other duties as assigned by the Board of Directors.

The FUNDRAISING DIRECTOR shall -

1. Develop, present to the Board of Directors and implement fundraising programs to meet the Association's annual fundraising goals as set by the Board of Directors.
2. Work with the Board of Directors to develop a benefits package for potential sponsors.
3. Coordinate with the Communications Director to develop marketing collateral to support the Association's fundraising efforts.
4. Establish policies, procedures, checks and balances, in conjunction with the Treasurer, to insure funds accountability and fiscal responsibility.
5. Develop and implement a plan for soliciting the business community in Tyrone, Fayetteville, Peachtree City and metropolitan Atlanta for cash and in-kind donations.
6. Negotiate with potential partners to establish affinity programs that can benefit the association and generate ongoing income.
7. Perform other duties as assigned by the Board of Directors.

The EQUIPMENT DIRECTOR shall -

1. Have primary responsibility for uniforms, player equipment and practice equipment.
2. Work with the Football Director and the Cheerleading Director to provide uniforms for all players and cheerleaders.
3. Maintain an accurate inventory of all equipment and uniforms belonging to the Association.
4. Develop and implement a plan for preseason equipment distribution and postseason equipment collection that ensures proper stewardship of the Association's investment.
5. Insure that all equipment in use by the Association is safe, certified and in compliance with all SCYFA, league and manufacturer guidelines and requirements.
6. Present to the Board of Directors an equipment needs assessment, to include estimated purchase costs, for incorporation into the annual budget of the Association.
7. Insure the availability of equipment repair kits, first aid kits and spare parts for each team in the Association.
8. Perform other duties as assigned by the Board of Directors.

The FIELD DIRECTOR shall –

1. Have primary responsibility for the football fields and related facilities.
2. Insure that all fields are ready for play on game day, to include chains, yard line markers, end zone pylons, sideline seating, trash cans and that doors and gates are unlocked.
3. Coordinate the availability of sound systems, microphones, scoreboards and lights.
4. Create a master calendar for the Association each season, to include SCHS home games, SCHS events such as open house, SCYFA game dates/times, holidays, and other relevant dates that might impact the availability of practice fields or parking at SCHS. The master calendar is to be posted on the Association web site and communicated to all members of the Association.
5. Develop a practice calendar based on practice schedules from all head coaches in the Association, and assign specific field locations to each team for practice.
6. Coordinate moving practices around to accommodate scrimmages, field conflicts, requests from the SCHS coaching staff or other field availability issues.
7. Be responsible for closing fields due to SCHS events, inclement weather, damage to the turf or unsafe conditions, and for communicating such closing to the Association.
8. Perform other duties as assigned by the Board of Directors.

The DIRECTOR OF DEVELOPMENT shall –

1. Have primary responsibility for the overall competitiveness of SCYFA football teams.

2. Manage and evaluate coaching standards, skills development, compliance and accountability, as well as player development, in conjunction with the Football Director.
3. Supervise the certification of coaches and the team certification process.
4. Maintain and administer the coaching contract, making such adjustments as are required to insure accountability and protect the interests of the Association.
5. Be responsible for the execution of clinics and learning opportunities for coaches.
6. Insure SCYFA coaching alignment with the SCHS football philosophy, to include plays, formations, defenses, schemes and terminology.
7. Assemble and distribute playbooks, PowerPoint presentations, video footage and all relevant football documentation.
8. Assist the Football Director with the evaluation, selection and assignment of coaches.
9. Report issues with coaches and competitiveness to the Board of Directors immediately.
10. Perform other duties as assigned by the Board of Directors

The TEAM MOM COORDINATOR shall –

1. Serve as the point of contact and Board of Directors liaison to team moms.
2. Work with head coaches to manage the recruitment, selection and training of team moms in the Association.
3. Disseminate best practices to all team moms, to include relevant forms, methods of communication, motivational techniques and organizational strategies.
4. Supervise the SCYFA concessions operation, in conjunction with the Fundraising Director, parent volunteers and other Board members.
5. Assist team moms with the execution of administrative duties, including registration, certification, parent communication and collection of funds.
6. Collect an accurate roster from each team for the files of the Board
7. Insure timely communication of important information through the team mom network.
8. Perform other duties as assigned by the Board of Directors.

The CHEERLEADING COORDINATOR shall –

1. Assist the Cheerleading Director with all aspects of the cheer program.
2. Manage coaching standards, accountability and cheerleader skills development.
3. Prepare a master practice schedule for the cheer program and disseminate to all appropriate stakeholders.
4. Supervise the certification of coaches and the team certification process.
5. Maintain and administer the coaching and parent contracts, insuring accountability and compliance by all parties.
6. Provide clinic and coaching skills development opportunities for coaches.
7. Assist the Cheerleading Director with the evaluation, selection and assignment of coaches.
8. Report significant issues with coaches and parents to the Board of Directors immediately.
9. Perform other duties as assigned by the Board of Directors

ARTICLE IX – MEETINGS OF THE BOARD OF DIRECTORS

9.01 Annual Meeting

The Annual Meeting of the Board of Directors of the Association shall be held immediately following the Annual Meeting of members of the Association. At the Annual Meeting, the Board of Directors shall (i) hear reports from the President; (ii) elect, when appropriate, new officers or Board Members; and (iii) transact such other business as may lawfully come before the meeting.

9.02 Special Meetings

Special Meetings of the Board of Directors for any purpose may be called by the President at any time by written notice sent either by electronic transmission or by U.S. mail. If at any meeting of the Board of Directors there shall be less than a quorum present, a majority of those present may adjourn the meeting, without further notice except announcement at the meeting, until a quorum shall have been obtained.

9.03 Notice

No notice of any meeting need be given any Director who attends such meeting, unless any such Director at the beginning of such meeting states any objections to the place or time of the meeting, to the manner in which it has been called or convened, or to the transaction of business thereby. Further, notice shall not be required to be given any Director who at any time before or after the meeting waives notice of the same in writing.

9.04 Majority Action as Board action

Any action required or permitted by these Bylaws or otherwise to be taken at any meeting of the Board of Directors may be taken without a meeting, if written consent setting forth the action so taken shall be signed by a majority of the Directors or submitted by electronic means, and such written consent is filed with the minutes of the proceedings of the Board.

9.05 Conference Calls

Members of the Board of Directors may participate in a meeting of such Board by means of conference telephone or similar communication equipment, by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this Section 10.05 shall constitute presence in person at such meeting.

ARTICLE X - ELECTIONS AND NOMINATIONS

10.01 Nominations

At the conclusion of the football season, any member of the Association may submit the names of persons for any position on the Board of Directors. The Association will be notified in writing of the deadline for nominations, and nominations shall be accepted for a period of no less than two weeks. After the deadline, no further nominations shall be accepted. The Board of Directors may appoint a nominating committee to contact the candidates, obtain their consent to serve, and schedule them for an interview with the Board of Directors. No husband and wife shall serve on the Board of Directors at the same time.

10.02 Election of Directors

Directors shall be elected by a majority of the Board of Directors and a slate of officers announced in the month of December. Duly elected Directors shall assume their official duties beginning January 1 of the following year. Newly elected officers must be willing to work in concert with incumbents for the remainder of the year.

ARTICLE XI – QUORUM AND VOTING AT DIRECTORS' MEETINGS

11.01 Quorum

A majority of the incumbent members of the Association's Board of Directors (but not less than two thirds (2/3) of the number of Directors fixed pursuant to Section 7.01 of these Bylaws) shall constitute a quorum for the transaction of business. Each Director (not including vacancies) shall be entitled to one (1) vote.

11.02 Majority

Except as otherwise required by the Georgia Nonprofit Association Code, the Association's Articles of Incorporation or these Bylaws, all decisions of the Board of Directors shall be by majority vote of those present at any meeting at which a quorum is present.

ARTICLE XII – COMMITTEES

12.01 Standing Committees

The Board of Directors may from time to time designate and appoint one (1) or more standing committees as it sees fit. Such committees shall have and exercise such prescribed authority as is designated by the Board of Directors.

12.02 Ad Hoc Committees

The Board of Directors may from time to time designate and appoint one (1) or more ad hoc committees, for a designated period of time, to assist in the completion of a project, event or a specific task. Such committees shall have and exercise such prescribed authority as deemed appropriate by the Board of Directors, and shall be disbanded as of the completion of their designated assignment.

12.03 Executive Committee of the Board of Directors

The Executive Committee of the Board of Directors shall consist of the President, Vice President, Treasurer, Secretary and Communications Director. The Executive Committee shall have the authority to act on behalf of the Association in between regular meetings of the Board of Directors. The Board of Directors must validate the actions of the Executive Committee at its next regular or special meeting. Any such action not so validated will not be legally binding on the Association. The President shall act as chairperson of the Executive Committee.

ARTICLE XIII – DEPOSITS, LOANS, CHECKS AND CONTRACTS

13.01 Deposits

The funds of the Association shall be deposited in such banks, trust companies, or other depositories as the Board of Directors shall select.

13.02 Loans

No loan, extension of credit or advance shall be contracted for on behalf of the Association except and to the extent that the same has been authorized by the Board of Directors, which authorization may be general or limited to specific instances. No asset or property of the Association may be pledged or encumbered to collateralize any loan made to the Association unless the same is specifically authorized by the Board of Directors.

13.02 Contracts

No contract, agreement, indenture, check, draft, endorsement, note, evidence of indebtedness, or other writing shall be valid and binding as against the Association unless the same is executed by any two of the following persons: the President, the Treasurer, or any other individual specifically authorized by the Board of Directors. Endorsements for deposits to the Association's bank account shall be made in any manner which the Board of Directors may from time to time authorize.

ARTICLE XIV – FISCAL PROVISIONS

14.01 Fiscal Year

The Association's fiscal year shall begin on January 1 of each year and end on December 31 of that year.

14.02 Compilation

Following the close of the Association's fiscal year, its books and accounts may be compiled by its independent certified public accountants who, if engaged, shall thereupon forward a written report of the results of their compilation to the Board of Directors.

ARTICLE XV – AMENDMENTS

The Board of Directors of the Association shall have the power to alter, amend or repeal these Bylaws or adopt new Bylaws of the Association by an affirmative vote of two-thirds (2/3) of those present at (i) any regular meeting of the Board of Directors at which a quorum is present or (ii) at any Special Meeting thereof regularly called at which a quorum is present; provided, however, that notice of the contemplated action concerning the Bylaws is sent either by electronic transmission or by U.S. mail to each member of said Board at least fourteen (14) days in advance of said meeting.

ARTICLE XVI – INDEMNIFICATION

16.01 Indemnification of Directors and Officers

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or officer of the Association shall be indemnified by the Association against any and all liability and the reasonable expenses, including attorneys' fees and disbursements, incurred by him or her (or by his or her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein to the fullest extent permitted by law, except in relation to the matters as to which it shall be adjudged in such action, suit, or proceeding that such Director or officer is liable on the basis that personal benefit was improperly received, whether or not involving action in the Director's or officer's official capacity. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or officer (or such heirs, executors of administrators) may be entitled under this Article XVI.

16.02 Advance Payment

Expenses incurred by a Director or officer in defending a civil or criminal action, suit, or proceeding referred to in Section 24.01 shall be paid by the Association in advance of the final disposition of such action, suit, or proceeding if (i) the Director or officer furnishes the Association written affirmation of his or her good faith belief that he or she has met the standard of conduct set forth in Section 14-3-851 of the Georgia Nonprofit Corporation Code or that the proceeding involves conduct for which liability has been eliminated by a provision in the Articles of incorporation and (ii) he or she furnishes the Association a written undertaking to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Association as authorized in this Section or otherwise pursuant to the laws of Georgia.

16.03 No Personal Liability

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Association.

ARTICLE XVII – CONFLICTS OF INTEREST

17.01 Disclosure

Any Director, officer, or key employee who has an interest in a contract or other transaction presented to the Board of Directors or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his or her interest to the Board of Directors or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person that the contract or transaction might reasonably be construed to be adverse to the Association's interest.

17.02 Determining a Conflict

The body to which such disclosure is made shall thereupon determine, by a vote of two-thirds (2/3) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can be reasonably construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his or her personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transactions. Such person may be counted in determining whether a quorum is present but may not be counted when the Board

of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure, the vote thereon, the abstention from voting and participation, and whether a quorum was present.

ARTICLE XVIII – DISCIPLINE

18.01 Discipline

Adult members of the Association are to set an appropriate example for the young people we serve at all times. All persons are required to conduct themselves in a professional and respectful manner, at practices, at games, at any Association event or any other environment where they are representing the Association or functioning in their capacity as an SCYFA coach, player, parent, director or stakeholder. The following will not be tolerated, under any circumstances:

1. Threatening words, behaviors or intimidation of any kind;
2. Physical contact with a coach, player, parent, game official or spectator;
3. Abuse of any kind, verbal or physical;
4. Violations of these bylaws, league rules, or any legal statute;
5. The possession of a firearm, explosive, or any type of potential weapon on school grounds, at practice, at a game or in the presence of any player, coach, parent or other member of the Association;
6. The use of any technique, drill or activity that the Board of Directors deems unsafe;
7. Sexual harassment of any person;
8. Other conduct deemed detrimental to the SCYFA by the Board of Directors

The Board of Directors shall have the power, by a 2/3 vote of those present at any regular or special meeting, to discipline, suspend, or dismiss from the Association any director, coach, parent, guardian, player, cheerleader, participant, volunteer or committee member. A coach may only be dismissed after having been afforded a due process hearing before the Executive Committee of the Board of Directors. Should probable cause be found, the Executive Committee would make a recommendation for dismissal to the full Board of Directors, who would vote on the recommendation at their next meeting. Repeat infractions may be cause for dismissal from the Association.

18.02 Alcohol Policy

No alcoholic beverages may be served or consumed at any function officially sponsored by the Association, including any meeting of members or Directors, or any social gathering. No person who is intoxicated may participate in any such function.

I hereby certify that the foregoing Bylaws were duly adopted by the Board of Directors of the Association on this 13th day of January, 2014.



Lonnie V. Bolton
President