

SUNSET YOUTH FOOTBALL BYLAWS

ARTICLE I - NAME

The name of this organization is **SUNSET YOUTH FOOTBALL**, also referred to as **SYF**. We are a member association of Tualatin Valley Youth Football League, also referred to as **TVYFL**.

ARTICLE II - PURPOSE

Sunset Youth Football 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 specific purpose of SYF is to provide a competitive football program for 3rd through 8th grade youth who live within the Sunset High School attendance area in Portland, Oregon. SYF will focus on developing fundamental tackle football skills, sportsmanship, and teamwork.

ARTICLE III - MEMBERSHIP

Section 1 - Definition

Members of SYF are the Board of Directors, Officers coaches, players, parent(s) or legal guardian(s) of players and volunteers. Membership is conveyed only to those currently active in any of these capacities.

Section 2 — Termination

Membership may be terminated by the Board of Directors after giving written notice by first class or certified mail of the termination and the reasons for the termination. There will be an opportunity for the member to be heard by the Board, orally or in writing, not less than five (5) days before the effective date of the termination. The Board of Directors has sole authority to make final decisions related to discipline or suspension or termination of any member.

ARTICLE IV — BOARD OF DIRECTORS

Section 1 - Organization

The business affairs of SYF shall be managed and controlled by a board of no fewer than ten (10) Directors. The maximum number of Directors of the organization may vary. The exact number shall be fixed by the Board of Directors, but no increase, or decrease, shall have the effect of shortening the term of the incumbent directors. All Directors are elected to three-year terms. Any member of the Board of Directors may resign at any time by delivering written notice to the President of the organization. Such resignation shall specify the date to be effective.

Section 2 - Powers

The Board of Directors shall have all powers and duties necessary, appropriate, or convenient for the administration of the affairs of SYF and for the management and operation of SFY's property and activities and may perform all acts not prohibited by law, the Articles of Incorporation, or these Bylaws.

Section 3 — Election:

Directors and Officers shall be elected by the current Board of Directors. All open positions are three-year terms. The SYF Board of Directors will commit to a three-year term with the understanding that there will be some natural attrition. Open positions will be filled by new Directors voted in by the current Board of Directors. A majority vote is required. The President will facilitate voting for all Director positions. If the outgoing President is running for a second term of the office of President, the election will be facilitated by the next outgoing officer, who is not running for re-election to the office in the following order: Vice President, Coach of Coaches, Registrar, Treasurer, Fundraising, Equipment Manager, Officials Coordinator, Concessions, Member at Large, High School Liaison. Nominations for President will be taken from the floor and votes cast by written ballot. The outgoing President, or next outgoing officer, will count the ballots. The new President will assume full control of the organization at the next regular meeting.

Section 4 — Quorum and Voting:

The majority of the elected, qualified, and acting Board of Directors shall constitute a quorum for the transaction of business. If at any meeting of the Board of Directors there shall be less than a quorum present, a majority of the Directors present may adjourn to such time and place as may be decided by the majority of the Board of Directors present. Notice of such adjournment shall be given in accordance with these bylaws. If a quorum is present, adjournment may be taken from day to day or to such other times and places as may be decided on by the majority of the Directors present, and no notice of such adjournment need be given. When a quorum exists, action may be taken by a majority vote of the Directors present. Directors may be present by teleconference if said technology is available.

Section 5- Vacancies:

If a position on the Board of Directors becomes vacant due to death, resignation, felony conviction or by an increase in the number of Directors, or from any other cause, the vacancy shall be filled without undue delay by a majority vote of the remaining Board of Directors through no less than a quorum. The person will fill the vacancy for the remainder of the term of the Director whom they succeed. During the existence of any vacancy, the remaining Board of Directors possesses and may exercise all the powers vested of the Board of Directors. Any position to be filled by reason of any increase in the number of Directors shall be filled by election per Article IV, Section 4, or by special meeting of members called for that purpose.

Section 6 — Removal:

Any Officer or Director, at a special meeting of the Board of Directors called for that purpose, may be removed from office, either with or without cause, by a majority vote of the current Board of Directors attending the special meeting, provided that said Directors constitute a quorum. If an Officer or Director is

removed, a new Officer or Director may be elected at the same meeting, or at a later special meeting to be determined by the existing Board of Directors. Directors and Officers may be removed, with or without cause, including but not limited to the following reasons: 1) not fulfilling duties of the Director's or Officer's position; 2) low or no attendance at Board Meetings (having two unexcused meetings a year); and 3) not following or accepting the Bylaws and rules and policies of SYF.

Section 8 — Compensation:

Directors shall receive no salaries or other compensation for their services. However, they may be reimbursed for their expenses incurred in the performance of their duties, given they provide receipts.

Section 9 - Terms of Office:

Directors shall serve a term of office of three (3) years commencing January 1st and ending December 31 of the third year.

Section 10 - Operational Committees:

The Board of Directors may, from time to time, appoint committees for such purposes as designated by the Board of Directors. Each committee must have no less than one Director in its composition. Each committee shall have such powers and perform such duties as may be delegated and assigned to the committee from time to time by the Board of Directors, except such powers as prohibited under ORS Chapter 65, or as may be amended. However, all matters transacted by the committee in the name of the organization shall be submitted to and ratified by the Board of Directors at its next regular or special meeting.

ARTICLE V - OFFICERS

Section 1 - Enumeration:

The Officers of the organization shall consist of a President, Vice President, Treasurer, Registrar, Coach of Coaches, Equipment Manager, Concessions, Fundraising, Officials Coordinator, High School Liaison and Member at Large. Unless provided for in these Bylaws, Officers shall have no specific voting rights. Officers shall be selected by the Board of Directors by election per Article IV, Section 4, or by special meeting of members called for that purpose.

Section 2 - Duties of the Officers:

The **President** is responsible for the operation of SYF and shall preside at all meetings of the organization and the Board of Directors and shall have general charge of the business of the organization. He/She will be required to attend any league meetings as the organization representative, directly oversee activities of all board members and all volunteers, and act as a liaison with members and the Sunset community. The President shall sign all binding legal documents authorized by the Board of Directors. To qualify as President, the candidate needs to have previously served on the Board in some capacity

The **Vice President** shall preside at all meetings of the members and the Board of Directors in the absence of the President and shall have all the powers and authority of the absent President. He/She will be required to be a substitute for any league meetings as the organization representative in case the President

is not able to attend. The Vice President shall also have such powers and shall perform duties as shall be assigned to him/her by the Board of Directors.

The **Treasurer** shall have the custody of the organization funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the organization. The Treasurer shall deposit all moneys and other valuables in the name of the organization and to its credit in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the organization as may be ordered by the Board of Directors, taking proper vouchers for such disbursements. He/she shall render to the President and Board of Directors at the regular meetings or whenever they may request it, an account of the transactions as Treasurer and of the financial conditions of the organization in a timely manner. At the expiration of his/her term of office, he/she shall turn over to his/her successor all property of the organization under such Treasurer's control and supervision. The Treasurer shall also be subject to help with other Board duties, as necessary.

The **Registrar** oversees the registration and the team books. The Registrar will also assist with updating the organization website beginning, during and after registration has concluded. The Registrar shall also be subject to help with any other Board duties as necessary, such as Photo night.

The **Coach of Coaches** is responsible for the execution of policies determined by the league and Board of Directors and oversees the selection, training, and activities of the coaching staff throughout the season. He/She will administer coach's test as required by the league. The Coach of Coaches will also act as a liaison between the organization and Sunset High School. He/She shall ensure that support and promotion activities do not conflict with the aims and objectives of the school's athletic programs. The Coach of Coaches shall also be subject to help with any other Board duties, as necessary.

The **Equipment Manager** shall be responsible for the inventory of gear, purchasing of gear (subject to Board of Directors approval), re-certification of gear, cleaning, disinfecting, storage, handout and return of gear. The equipment manager shall also be responsible to help with other board duties, as necessary.

The **Member at Large** shall oversee working with any operational committees formed or assigned by the Board of Directors.

The **Fundraising** Coordinator shall oversee all fundraising efforts for the organization by generating ideas and coordinating Board of Directors approved plans of action. He/She shall also be responsible to help with other board duties, as necessary.

The **Officials Coordinator** shall oversee the High School student officials and coordinating with TVYFL for training and scheduling. He/She shall also be responsible to help with other board duties, as necessary.

The **High School Liaison** will keep the line of communication open between the organization and the High School Football program. He/She shall also be responsible to help with other board duties, as necessary.

The **Concessions Coordinator** shall oversee all concession operations. He/She shall also be responsible to help with other board duties, as necessary.

ARTICLE VI - MEETINGS

Section 1— Open Meetings:

A meeting of the members of this organization shall be held annually at an announced location in November or December. Email notice of this meeting is required to all current Directors, Officers, and members currently in the organization's member distribution list no later than seven (7) days prior to the date of the meeting. Notice of the annual meeting should be published at the SYF website.

Section 2 — Special Meetings:

Special Meetings of the Board of Directors may be called by the President, or any two Directors, at any time upon two days' notice given orally, by telephone, or by written notice e-mailed to each Director's e-mail address. Special Meetings can be open or closed at the discretion of the President.

A Special Meeting for the purpose of selection of coaches will be held annually. Only Directors, and any outside consultant approved by the Board of Directors, shall be allowed to attend.

All grievance matters concerning Coaches or Directors will be addressed in a Special Meeting. Only Directors will be allowed to attend unless otherwise agreed upon by the Board of Directors.

Section 3 — Executive Meetings:

The President or any two Directors may, at any time call an Executive Meeting. Adequate notice to all Directors, delivered via phone or email, is required. If the meeting is not an URGENT matter, the President will be required to give the same notice as is required for the open meeting. All Executive Meetings are for the Board of Directors only.

ARTICLE VII —INCLUSIVITY

Sunset Youth Football (“SYF”) is committed to fostering, cultivating, and preserving a culture of diversity, equity, and inclusion.

Our coaches, staff, members, players, and volunteers (collectively “staff”) are our most valuable assets. The collective sum of the individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities, and talent that they invest into SYF represents a significant part of not only our culture but the development of our players and members.

We embrace and encourage our differences in age, color, disability, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status, and other characteristics that make our staff unique.

SYF diversity initiatives are applicable—but not limited—to our practices and policies on recruitment and selection; development and training; promotions; social and recreational programs; practices and games; and interactions with players built on the premise of gender and diversity equity that encourages and enforces:

- Respectful communication and cooperation between all involved.
- Teamwork and staff participation, permitting the representation of all groups and staff perspectives.

- Staff contributions to our communities to promote a greater understanding and respect for diversity.

SYF has a responsibility to always treat others with dignity and respect. All staff are expected to exhibit conduct that reflects inclusion during practice, interactions with players and parents on or off the field, and at all other SYF events.

ARTICLE VIII — ZERO TOLERANCE - DISCRIMINATION

For the purposes of this policy, all staff, coaches, and volunteers shall be referred to as “members,” and all Sunset Youth Football events shall be referred to as the “environment.”

Sunset Youth Football’s (“SYF”) Zero Tolerance Policy is part of our commitment to providing a safe and dignified environment for all members, regardless of gender, race, ethnicity, sexual orientation, disability, religion, or any other aspect of their identity. All members are responsible for conducting themselves in a professional and inclusive manner, and disciplinary action will be taken in situations where a member’s behavior violates this expectation. The Policy covers harassment, bullying, and discrimination both on and off the field, and provides a standard for addressing allegations of inappropriate behavior, ensuring fairness and equal treatment.

Section 1 - Procedure:

Any member who is found to have been involved in harassment, bullying, or discriminatory behavior will be subject to immediate disciplinary action. If SYF becomes aware of a contractor or vendor engaged in inappropriate behavior, the relationship will enter a probationary period or be terminated, depending on the severity of the incident.

When SYF becomes aware of an incident involving harassment, bullying, or discriminatory behavior, an the SYB Board will investigate the matter. During the investigation, the accused member(s) may be removed from the environment and, in extreme cases, may be suspended.

To ensure a safe and inclusive environment, all members are asked to report instances in which they experienced or witnessed harassment, bullying, or discrimination (as defined below). To notify us of the incident, please reach out to SYF. When you reach out, we ask you to include the following information:

1. Name(s) of the individual(s) engaged in inappropriate behavior
2. Your name (you are encouraged to submit this information, but it is not mandatory. You can make an anonymous report if you wish).
3. Name(s) of the individual(s) targeted by the inappropriate behavior (if you are a witness). If you have discussed the situation with the victim(s) and they requested to remain anonymous, please respect their wishes.
4. A description of the inappropriate behavior and scenario under which it occurred
5. Date(s) and time(s) of the event(s)
6. Any additional supporting evidence

Section 2 – Prohibited Conduct:

The Policy applies to any individual who engages in the following behavior(s):

1. **Harassment** –Harassment is any one-time or repeated unwanted physical, verbal, or non-verbal conduct that violates a person’s dignity or creates an intimidating, hostile, degrading, uncomfortable, or toxic environment.
Examples of harassment include, but are not limited to:
 - i. Making threatening remarks
 - ii. Sexual assault
 - iii. Gender-based insults or jokes causing embarrassment or humiliation
 - iv. Repeated unwanted social or sexual invitations
 - v. Inappropriate or unwelcome comments on a person’s physical attributes or appearance

2. **Bullying** – Bullying is any physical, verbal, and non-verbal conduct that is malicious or insulting. Bullying can make a person feel vulnerable, excluded, humiliated, undermined, fearful, or threatened. Bullying can take the form of physical, verbal, and non-verbal conduct. Examples of bullying include, but are not limited to:
 - i. Physical threats
 - ii. Psychological threats
 - iii. Overbearing or intimidating levels of supervision
 - iv. Shouting at colleagues in public or private
 - v. Spreading malicious rumours

3. **Discriminatory Behavior** – Discrimination refers to behavior that treats people differently or adversely because of one or more of the facets of their identity, including race, color, ethnic origin, gender expression, religion, age, sex, sexual orientation, marital status, family status, physical or mental disability, or genetic characteristics. Examples of discrimination include, but are not limited to:
 - i. Making insensitive jokes
 - ii. Factoring an individual’s identity into a hiring decision
 - iii. Purposefully excluding a colleague based on their gender
 - iv. Using a racial slur

4. **Micro-aggressions** – Micro-aggressions refers to obvious or subtle, direct, or indirect behaviors and comments which reference an individual’s personal identity, such as their race, gender, ethnic origin, religion, or age. Over time, micro-aggressions can have lasting emotional and mental effects on the individual or individuals targeted and can contribute to a toxic and non-inclusive environment. Examples of micro-aggressions in the environment can include, but are not limited to:
 - i. Calling a woman “bossy”
 - ii. Repeatedly calling a racialized member by the name of a different person of the same race
 - iii. Asking a racialized member where they are “really” from
 - iv. Commenting on a person’s physical appearance in reference to racial characteristics such as skin tone

Section 3 – Disciplinary Action:

Members who are found to be in violation of the Zero Tolerance Policy may face a variety of disciplinary actions. Disciplinary action may be recommended by an independent investigator and will be determined by senior leadership. The severity of the disciplinary action depends on the type of misconduct, which is based on the following framework:

1. **Minor Infraction** – Unintentional and minor forms of bullying, micro-aggressions, and discriminatory behavior. Minor infractions may include unintentionally making an offensive comment about a member’s appearance. Discipline for a minor infraction includes but is not limited to mandatory mediation and mandatory training programs.
2. **Major Infraction** – Intentional, but stand-alone and minor instances of harassment, bullying, or discrimination, such as making sexist, racist, or homophobic jokes or propositioning a member. Minor infractions may become considered major infractions if the offending employee develops a concerning pattern of behavior or has been unable to learn from their previous reprimands.
3. **Gross Misconduct** – Intentional and major forms of harassment, bullying, or discrimination, such as making threatening remarks, engaging in unwanted physical contact, or using racial slurs.

ARTICLE IX — DISSOLUTION

Section 1 - Procedure:

SFY shall dissolve upon a majority vote of the Board of Directors conducted at a regular or special meeting at which there is a quorum of Directors in attendance.

Section 2 – Distribution of Assets:

Upon termination or dissolution of SYF and after all liabilities of SYF have been discharged, any assets lawfully available for distribution shall be distributed to one or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code, as amended, which organization or organizations have a charitable purpose similar to SYF. The organization(s) to receive the assets of SYF shall be selected at the discretion of the majority of the Board of Directors. If a majority of the Board of Directors cannot decide which organization(s) to select the President may determine in his/her sole discretion which organization(s) to select.

ARTICLE X — FISCAL YEAR

For the purpose of the requirements of the Internal Revenue Code relating to non-profit organizations, the business of SYF shall be conducted on a fiscal year basis and such fiscal year shall expire on December 31 of the calendar year.

ARTICLE XI - INDEMNITY

Any person made a party to any action, suit or proceeding by reason of the fact that he/she is, or was a Director, officer or employee of this organization and their heirs, executors, and administrators, shall be indemnified by this organization against the expenses, including attorney's fees, actually and necessarily incurred by him/her in connection with the defense of such action, suit or proceeding, except in relation to matters as to which he/she shall be adjudged in such action, suit or proceeding to be liable for gross negligence or gross misconduct in the performance of such duty. The foregoing right to indemnification

shall not be deemed exclusive of any other rights to which any officer or Director or employee may be entitled apart from the provisions of the section.

ARTICLE XII - AMENDMENTS

These Bylaws may be adopted, altered, amended, or repealed, in whole or in part, at any regular or special meeting called by the Board of Directors at which there is a quorum of Directors in attendance. If an amendment is approved by two-thirds of the Directors present at such meeting, it shall be declared effective. The notice must be communicated, via mail or e-mail, at least 10 days prior to the date of the meeting.

