

YOUTH BOOSTERS OF MADISONVILLE

BYLAWS

As of October 1, 2009

Article I. Name — Purposes

Section 1. The official name of the organization is the Youth Boosters of Madisonville (hereafter and commonly referred to as “MYB”). The Youth Boosters of Madisonville is not related to, but a successor organization of the Madisonville Youth Booster Club. References through out the Bylaws to the “Association” refer to the Youth Boosters of Madisonville.

Section 2. The purpose of the Association is to foster national or international amateur sports competition while providing a safe and enjoyable environment for all children residing within the boundaries comprising Recreation District 14 to participate and grow at an appropriate athletic level. Primary goals are player development, teamwork, sportsmanship and knowledge of the sport. Coaches and parents must be exemplary role models for the continuous success of the Association to meet the needs of the community.

Section 3. Upon dissolution of the Association, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the parish in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Article II. Qualifications for Membership

Section 1. The field of membership of this Association is limited, except as noted in Article II., Section 2., to parents or guardians, at least 18 years or older, of children who participate in any sport offered by the Association.

Section 2. Any residents of Ward 1, 18 years or older are eligible to be a member of this Association.

Section 3. A member must wait one month after joining the Association before he or she is eligible to vote in any Association matters unless he or she was a member of the Association in the previous year as well as the current year.

Section 4. Participation, by children or coaches, in any sport is governed by the rules of the Association. Participation boundaries encompass all of Ward 1 from the Tchefuncte River east to Bigner Road including Pineland Park as well as Del Oaks.

Section 5. In addition to Article II., Section 4, children and coaches who participated in any sport offered by Madisonville Youth Boosters Club in

2001 can continue to participate in all sports offered by the Association. Siblings of these participants and children of these coaches are also entitled to participate in any sport offered by the Association.

Article III Price of Membership

Section 1. The price of membership is initially established at \$5 per member per year. The membership year runs from January 1 to December 31 of the calendar year. The price of membership can be changed by a majority vote of the Board of Directors at a regularly scheduled or special meeting.

Article IV. Membership Prerequisites

Section 1. For a child to participate in any Association activity, at least one parent or guardian must be a member of the Association. Unless otherwise designated, the parent or guardian signing the sports application is the designated Association member.

Section 2. You must be a member of the Association to hold an Officer, Director or at-large Board member position.

Section 3. You must be a member of the Association to be a coach or assistant coach of any sport. Furthermore, your membership status must be in good standing for a minimum of 1 calendar year prior to submitting name for consideration. You must also consent to a background search.

Exceptions to this will be considered under the following provisions:

- a. Non-members or participants that live out of district (as defined in Article II, sections 2 & 4) that wish to coach may petition the Board of Directors for a waiver

granting them permission to coach.

- b. Petitions must be submitted to the Board of Directors in writing.
- c. Petitions must include the petitioner's qualifications, prior coaching experience and reasons for wanting to coach. Petitions must also provide a list of references including contact information for all prior coaching experience or sports organizations/associations that they have been affiliated with.
- d. Petitioner must also provide all lifetime, behavioral issues, ejections, suspensions, etc. they have had with any organization or association.
- e. Petitioner must list all arrests and convictions they have had in the past.
- f. Waivers will be granted only by a majority vote of the Board of Directors and shall be on a sport to sport basis.
- g. The granting of a waiver by the Board of Directors does not automatically give the petitioner a coaching position, just the right of qualification for a position. Directors of each sport have final authority on selecting coaches.

Section 4. Coaching is a privilege and coaching rights can be revoked at any time.

Article V. Meetings of Members

Section 1. The annual meeting of the members shall be held in January in Ward One at such time and place as the Board shall determine and announce in the notice thereof.

Section 2. At least 7 days before the date of any annual or special meeting of the members, the Secretary shall cause notice thereof to be provided to each member. Notice of all meetings shall be given in such manner as the Association may from time to time by resolution prescribe. Until changed, the prescribed manner of notification is posting on the Association's website.

Notice of any special meeting shall state the purpose for which it is to be held, and no business other than that related to this purpose shall be transacted at the meeting.

Section 3. Special meetings of the members may be called by the President and may be held at any location permitted for the annual meeting.

Section 4. At regular or special meetings, 12 members shall constitute a quorum. If no quorum is present, an adjournment may be taken to a date not fewer than 7 nor more than 35 days thereafter; and the members present at any such adjourned meeting shall constitute a quorum, regardless of the number of members present. The same notice shall be given for the adjourned meeting as is prescribed in section 2 of this article for the original meeting, except that such notice shall be given not fewer than 5 days previous to the date of the meeting as fixed in the adjournment.

Article VI. Elections

Section 1. The election of Officers and at-large Board members will take place at the annual meeting.

Section 2. Terms of office for the Board members will be two years. The election of Board members will be staggered so as to maintain some continuity in the functioning of the Board as follows: The President, Secretary, one at-large Board member will be elected in ODD number years. The Vice-President and Treasurer will be elected in EVEN number years. If members are added to the Board of Directors their terms will be distributed evenly between the Even and Odd year elections.

Section 3. The Board will establish a period of time for nominations in the month prior to the actual election. The Secretary will cause notice thereof to be provided to each member under the prescribed manner of notification. Any member may nominate another member or themselves for any available office. No nominations will be accepted after the close of the nominating period.

Section 4. Candidates for Officer or at-large Board member must either be in attendance at a board meeting and indicate their willingness to serve or must communicate that willingness to one of the Officers.

Section 5. Furthermore, members/candidates must meet the following minimum qualifications to be eligible to run for a seat on the Board of Directors in the annual election.

- a. Must be a member of the Association (as defined in Article II). Further requirements are defined below in Article VI sections 4(e) and 4(f).
- b. Must have attended at least 3 regular meetings in the calendar year prior to the election.

- c. Must agree to a background check.
- d. Membership must be in good standing with the Association. Members who have been expelled or are currently on probation are not eligible to run for a seat on the Board of Directors. Members who have been on probation are not eligible to run for a period of one year after the probation period has expired.
- e. Candidates running for an at-large seat on the Board of Directors must have been a member of the Association for a minimum of one calendar year prior to the election.
- f. Candidates running for an Executive Officer seat on the Board of Directors must have been a member of the Association for a minimum of two consecutive years prior to the election and must have coached in any sport for a minimum of one season.

Section 6. No member shall be entitled to vote by proxy. As noted in Article II, Section 3, a member may vote in an election only if he or she had joined in a previous month or was a member of the Association in the previous year as well as the current year.

Article VII. Board of Directors

Section 1. The Board shall consist of 5 members, all of whom shall be members of the Association. The number of Board members may be changed to an odd number not fewer than 5 nor more than 7 by resolution of the Board. No reduction in

number of Board members may be made unless corresponding vacancies exist as a result of deaths, resignations, expiration of terms of office, or other actions provided by these bylaws.

Section 2. The 5 Board members shall be constituted by the 4 officers (as defined in Article VIII., Section 1.) of the Association, and 1 at-large position. For purposes of these bylaws, the term "Board member" indicates all of these positions, Officer and at-large Board members. Changes in the total number of Board members will require a corresponding change in the make-up of the Board.

Section 3. Regular terms of office for all Officers and at-large Board members will be two years. The regular terms shall be so fixed at the beginning, or upon any increase or decrease in the number of Board members, that approximately an equal number of regular terms shall expire at each annual meeting.

Section 4. Any vacancy on the board shall be filled by vote of a majority of the Board members then holding office. Board members so appointed shall complete the remainder of the term of the seat vacated.

Section 5. Any member of the Board of Directors shall be liable to removal for the commission or conviction, during his/her term of office of a felony or for malfeasance or gross misconduct while in office, or for such other causes as provided by law. Any such action to remove a member of the Board according to the provisions provided herein shall be conducted at a special meeting called solely for this purpose and by vote of a majority of the Board members then holding office but, only

after an opportunity has been provided to him/her to be heard.

Section 6. A majority of the number of Board members (inclusive of any vacancies) shall constitute a quorum for the transaction of business at any meeting thereof.

Section 7. A regular meeting of the Board shall be held each month at the time and place fixed by resolution of the Board. The President, or in his absence the Vice-President, may call a special meeting of the Board at any time; and shall do so upon written request of a majority of the Board members then holding office. Unless the board prescribes otherwise, the President or, in his/her absence, the Vice-President shall fix the time and place of special meetings. Notice of all meetings shall be given in such manner as the Board may from time to time by resolution prescribe. Said notice will be provided to all members of the Association, not just the Board of Directors.

Section 8. All Board meetings are open to all members of the Association who may request prior to the meeting or from the floor of the meeting an opportunity to address the Board.

Section 9. If a Board member fails to attend regular meetings of the Board three times within a calendar year, or otherwise fails to perform any of the duties devolving upon him/her as a Board member, his/her office shall be declared vacant by the Board and the vacancy filled as herein provided.

Article VIII. Officers

Section 1. The Officers of this Association shall be a President, a Vice-President, a Treasurer, and a Secretary, all of whom shall be elected by the membership.

Section 2. Officers shall hold office for a term of 2 years and until the election and qualification of their respective successors.

Provided, however, that any person elected to fill a vacancy caused by the death, resignation, or removal of an Officer shall be elected by the Board to serve the remaining term of the seat as provided for in Article VII, section 4.

Section 3. The President shall preside at all meetings of the members and at all meetings of the Board. The President shall perform such duties as customarily appertain to the office of President or as he or she may be directed to perform by resolution of the Association not inconsistent with these bylaws.

Section 4. The Vice-President shall have and exercise all the powers, authority, and duties of the President during the absence of the latter or his or her inability to act.

Section 5. The Treasurer shall be the manager of the financial affairs of the Association under the control and direction of the officers. Subject to such limitations, controls and delegations as may be imposed by the board, he or she shall:

(a) Have custody of all funds, securities, valuable papers and other assets of this Association.

(b) Provide and maintain full and complete records of all the assets and liabilities of this Association.

(c) Will prepare and submit to the Association monthly financial statements showing the condition of this Association.

(d) Perform such other duties as customarily appertain to the office of Treasurer or as he or she may be directed to perform by resolution of Association not inconsistent with these bylaws.

Section 6. The Secretary shall prepare and maintain full and correct records of

all meetings of the Association. The Secretary shall perform such other duties as he or she may be directed to perform by resolution of the Association not inconsistent with these bylaws.

Section 7. The Officers may function as an executive committee to act for the Association in matters that must be addressed timely in between meetings of the Association subject to such limitations as prescribed by the Association.

Article IX. Sport Directors

Section 1. Sport Directors for each sport are to be appointed/selected by Recreation Board 14.

Section 2. Candidates for Sport Director positions must be members of the Association as provided for in Articles II and IV herein. Furthermore, the candidate's membership status shall be in good standing for a minimum of 1 calendar year prior to submitting name/qualifications for consideration, consent to a background search and participate in the review/interview process with Recreation Board 14.

Section 3. The Association's role will be to open up the nominations process and compile all applicant documentation as required by Recreation Board 14. The Association will then turn all of this documentation over to Recreation Board 14 for their process of reviewing of candidates and making selections/appointments.

Section 4. The Association has no role in the selection/appointment of Sports Directors other than to provide the list of nominees that meet the criteria as provided for in Article IX, section 2 above for Director positions along with corresponding applicant documentation to Recreation District 14.

Article X. Conduct & Discipline

Section 1. Members of this Association (including, but not limited to, Board members and Coaches) shall refrain from the use of vulgar or profane language and will not be under the influence, or have in their possession, alcohol while in attendance at any function/program/meeting sponsored by this Association for the purposes of this Association.

Section 2. Members, Coaches, Players, Spectators agree not to ridicule, harass, intimidate or abuse verbally or physically any player, coach, other member, referees/umpires/officials, spectator or Board member at any time prior to, during or after any function/program/meeting sponsored by this Association for the purpose of this Association.

Section 3. Anyone found in violation of these provisions may be subject to disciplinary action as determined by the Board of Directors. Disciplinary action may include, but is not limited to, probation, suspension or expulsion (of the member, player, coach or spectator) from participation in any function/program/meeting sponsored by this Association for purposes of this Association.

Section 4. Any such action taken in reference to this Article will require a majority vote of the Board of Directors. The President votes only in the event of a tie. All members of the Board of Directors must be present for a claim to be heard. However, a Board member must be excused from voting when there is an apparent conflict of interest.

Section 5. Actions taken according to the provisions provided herein against a

parent or guardian may be enforced by banning the parent's (guardian's) children from current or future participation in any Association sport if no other options are deemed feasible.

Expulsion is considered a final option and will only be considered after giving the violator an opportunity to be heard and participate in the Appeals process.

Expulsion of a parent or guardian may eliminate their children from further or future participation in any activity offered by the Association. An expulsion can be reconsidered after a one-year period.

Section 6. In exercising the authority granted herein, the Board of Directors has authority to gather evidence, hold quasi-judicial proceedings/hearings and provide for the punishment of any violations according to the provisions herein.

Section 7. Any meetings, proceedings or hearings conducted for the sole purpose of administering the provisions of this Article may be called and are not open to the members of the Association in order to respect the privacy of those involved.

Article XI. General

Section 1. All power, authority, duties, functions of the members, Board of Directors, officers of this Association, pursuant to provisions of these bylaws, shall be exercised in strict conformity with provisions of applicable law and of charter and the bylaws of this Association.

Section 2. Copies of the Association's bylaws and any amendments thereof, shall be preserved in a place of safekeeping. Returns of elections and proceedings of all regular and special meetings of the members shall be recorded in the minute books of this Association.

Section 3. All books of account and other records of this Association shall at all times be available to the Board of Directors and all members of this Association.

Article XII. Indemnification

Section 1. The Association shall indemnify and hold harmless each Board member now or hereafter serving the Association from and against any and all claims and liabilities to which he or she may be or become subject by reason of his/her now or hereafter being or having heretofore been a Board member of the Association and/or by reason of his or her alleged acts or omissions as such Board member, whether or not he or she continues to be such Board member at the time when any such claim or liability is asserted and shall reimburse each such Board member for all legal and other expenses reasonably incurred by him or her in connection with defending any and all such claims or liabilities, including amounts paid or agreed to be paid in connection with reasonable settlements made before adjudication with the approval of the Executive Committee, whether or not he or she continues to be such Board member at the time such expenses are incurred; provided, however, that no Board member shall be indemnified against any claim or liability arising out of his or her own negligence or willful misconduct or shall be indemnified against or reimbursed for any expenses incurred in defending any or all such claims or liability or in settling the same unless in the judgment of the Executive Committee, the Board member against whom such claim or liability is asserted has not been guilty of negligence or willful misconduct. The foregoing right

of indemnification shall not be exclusive of other rights to which any Board member may be entitled as a matter of law.

Article XIII Amendments of Bylaws

Section 1. Amendments of these bylaws may be adopted by the affirmative vote of a majority of members attending an all member meeting where an authorized quorum is in attendance at any duly held meeting thereof if the members of the Association have been given prior notice of said meeting and the notice has contained an indication of the proposed amendment or amendments.

Section 2. Amendments of these bylaws may also be adopted by a two-thirds vote of the Board of Directors where an authorized quorum is in attendance at any duly held meeting thereof if the Board of Directors have been given prior notice of said meeting and the notice has contained an indication of the proposed amendment or amendments.