

## **ARTICLE I – PURPOSE AND OFFICES**

### **1. NAME**

This organization shall be known as the Youth Pacers Athletic Corporation (Hereinafter referred to as “YPAC”).

### **2. PURPOSE**

The purpose of the Youth Pacers Athletic Corporation is to firmly instill in the children of the community, the ideals of good sportsmanship, honesty, loyalty, courage, leadership, and respect for authority to ensure that they may be well-adjusted strong and happy children, who will grow to be good, decent, health and trustworthy citizens.

To achieve this objective, YPAC will provide a supervised program under the Rules and Regulations of the Youth Pacers Athletic Corporation; in compliance with all board approved athletic leagues. All Athletic Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skills or the winning of games is secondary, and the molding of future citizens is of prime importance.

In accordance with Section 501(c) (3) of the Internal Revenue Code, YPAC shall operate exclusively as a non-profit amateur athletic organization, providing a supervised program of competitive athletes for area youth. No part of the net earnings of the YPAC shall benefit any private shareholder, individual, member, officer or Athletic Director of the organization.

### **3. PRINCIPAL OFFICE**

The principal office of the Corporation shall be at 1020 w. Main St, Vevay, IN 47043 (Blue Youth Football Barn), the YPAC mailing address is P.O. Box 310, Vevay, Indiana 47043, provided that the YPAC Board shall have the power to change the location of the principal office. This can only occur with a majority vote of the YPAC Board.

### **4. OTHER OFFICES**

The Corporation may also have other offices at such places, within or out of the State of Indiana, as the YPAC Board may designate (by majority vote) , or as the business of the Corporation may require or as may be desirable.

## **ARTICLE II – MEMBERS**

### **1. CLASSES OF MEMBERS**

The Corporation shall have three (3) classes of members as follows:

**Player Members:** Any athletes meeting the requirements of YPAC shall be eligible to participate but shall have no rights, duties or obligations in the management or in the property of YPAC.

**Regular Members:** Membership is open to any person who has a child or dependent participating in YPAC, or any adult who will take an active part in the furtherance of the objective of YPAC but shall have no rights, duties or obligations in the management or in the property of YPAC. All YPAC Board Members, Committee Members, Coaches, Directors, and other elected or appointed officials must be active Regular Members in good standing.

**YPAC Board Members:** All YPAC Board members shall be duly elected officials of YPAC.

## **2. SUSPENSION OR TERMINATION OF MEMBERSHIP**

Resignation or action by the YPAC Board by a majority vote can terminate any person's membership regardless of class of membership. The YPAC Board shall also have the authority to temporarily suspend, terminate, and/or ban a coach, director or any class of member when in its judgment the suspension and/or ban is in the best interest of YPAC. The YPAC Board must conduct a prompt, full hearing prior to terminating, suspending or banning any such person. The coach, director or member of any class may represent themselves in front of the YPAC Board at the formal hearing. The YPAC Board must have a majority vote at any duly constituted meeting and shall have the authority to discipline, suspend, terminate or ban any such person.

At any YPAC function and at any time, any YPAC Board Member shall have the authority to take any corrective action against any member, coach or director as deemed appropriate by said YPAC Board Member in accordance with all board approved athletic leagues; including temporarily suspending the membership of the member, coach or director. If a YPAC Board member is not present, the athletic league commissioner will have the authority to issue an ejection of a member, coach or director from that function and must contact a member of the YPAC Board immediately. The YPAC Board shall conduct an investigation of the issue.

At any time the YPAC Board may call a formal hearing regarding the issue related to, or the temporary suspension of, a member, coach or director if a formal suspension or ban is being considered by the YPAC Board; or when the conduct of any class is considered detrimental to the best interest of YPAC. The member, coach or director involved shall be given a minimum of three (3) days notification of the time, date and location of any formal hearing held regarding their membership standing; along with notification that such person may attend the meeting and represent their interests at the formal hearing. A temporarily suspended member, coach or director will remain suspended until findings of any investigation are completed and a formal hearing is held. Formal investigations can be conducted on the phone, in person or by email at the discretion of the YPAC Board. However, formal hearings must be conducted in person and 10 days' notice given to all board members of the hearing date, time and location.

If the member at issue is a Player Member, a notice must be given to the Parent and the Coach of the team of which the player is a member. Said coach shall appear at the formal hearing in the capacity of an adviser to the player before the YPAC Board.

## **3. RESIGNATION**

Any YPAC Board Officer or Athletic Director may resign by filing a written resignation with the Vice President or President.

## **4. REINSTATEMENT**

Any former member of any class who previously resigned, or was suspended, terminated, or banned, may file a written request with the YPAC Board to be reinstated as a member. The YPAC Board by the affirmative majority vote of YPAC Board members present may reinstate such former members to membership upon such terms as the YPAC Board deems appropriate.

## **5. TRANSFER OF MEMBERSHIP**

Membership is not transferable or assignable.

## **6. NORMAL BOARD MEETING**

The YPAC Board may designate any place and time, either within or out of the State of Indiana, as the place of meeting for any annual meeting or for any special/formal meeting called by the YPAC Board. If no designation is made or if a special/formal meeting is called, the place of the meeting shall be the principal office of the Corporation in the State of Indiana. Notice must be given for ALL types of meetings as stated in para 8 below.

## **7. ANNUAL BOARD MEETING**

The annual meeting of members shall be held on the date and time set by the YPAC Board. Failure to hold the annual meeting at the designated time shall not work dissolution of the Corporation.

## **8. NOTICE OF BOARD MEMBER MEETINGS**

Written or printed notice stating the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be given not less than ten (10) Nor more than sixty (60) days before the date of the meeting, either personally, by email, or by mail, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be given when deposited in the United States mail addressed to the member at the member's address as it appears on the records of the Corporation, with postage thereon paid. If transmitted by email, notice is deemed to be given on successful transmission of the email. Regular monthly meeting dates/times may be postponed by a majority vote through the use of mail, email, text, in person, or by any combination.

**Parent Meeting:** A Coach to parent meeting for YPAC shall occur before each season to orient all league members. The Zero Tolerance Policy, approved athletic league & YPAC rules/expectations will be introduced at this meeting and serve as a formal warning to all members, present or not present.

## **9. SPECIAL BOARD MEMBER MEETINGS**

Special meetings of the board may be called by the President or Vice President, by concurrence of the majority of the YPAC Board members. Meetings called as a formal hearing to consider suspension or termination of a member shall be considered a Special Meeting. Only business within the purpose or purposes described in the notice or executed waiver of notice may be conducted at a special meeting of the members.

Any person or persons entitled hereunder to call a special meeting of members may do so only by written request sent by certified mail or delivered in person to the President or Vice President. The officer receiving the written request shall within ten (10) days from the date of its receipt cause notice of the meeting to be given in the manner provided by these Bylaws to all YPAC Board members. If the officer does not give notice of the meeting within ten (10) days after the

date of receipt of the written request, the person or persons calling the meeting may fix the time of meeting and give the notice in the manner provided in these Bylaws. Nothing contained in this section shall be construed as limiting, fixing, or affecting the time or date when a meeting of members called by action of the YPAC Board may be held.

#### **10. VOTING BY YPAC BOARD MEMBERS**

Each YPAC Board Member shall be entitled to one (1) vote on each matter submitted to a vote of the board members. Directors and Coaches are appointed by the board and are not voting members.

Unless otherwise provided by the Bylaws, a board member may vote in person or may vote by mail, email, text, in person, or by any combination.

Selection of the Directors by the YPAC Board or of the YPAC Board officers may be conducted by mail, email, text, in person, or by any combination.

The vote of the majority of the votes entitled to be cast by the board members present or present by other means listed above at a meeting at which a quorum is present, shall be the act of the members meeting. **Board members will be given 48 hours to respond with their vote and feedback (if voting by mail, email, phone, text).**

#### **11. QUORUM OF BOARD MEMBERS**

Unless otherwise provided in the Bylaws a majority vote of YPAC Board members present shall constitute a quorum (minimum of 4 Board members). Unless otherwise provided in the Bylaws, once a quorum is present at a meeting, the members represented in person or by phone at the meeting may conduct such business as may be properly brought before the meeting on an agenda sent to all board members meeting the 10 day notice rule listed in para 8 until it is adjourned. The subsequent withdrawal from the meeting of any board member or the refusal of any board member represented by phone shall not affect the presence of a quorum at the meeting. Unless otherwise provided in the Bylaws, the board members represented in person or by phone at a meeting of board members at which a quorum is not present may adjourn the meeting until such time and to such place as may be determined by a vote of the majority of the members represented in person or by phone at that meeting.

#### **12. ACTION BY BOARD MEMBERS WITHOUT A MEETING**

Any action required to be taken at a meeting of the board members, or any action which may be taken at a meeting of the board members, may be taken without a meeting if a consent in writing, email, text or in-person, setting forth the action to be taken, shall be signed by all the board members entitled to vote with respect to the subject matter thereof, such consent shall have the same force and effect as a unanimous vote. If it is not unanimous, an in person meeting must be scheduled and notice given per para 8.

An email, text, or similar transmission by a board member or a photographic, photo static, or similar reproduction of a writing signed by a board member shall be regarded as signed by the board member for purposes of this section.

### **13. COMMITTEES OF THE MEMBERS**

The YPAC Board, by resolution adopted by a majority of the YPAC Board, may designate one or more committees which, to the extent provided in such resolution, shall have and exercise the authority of the members in the management of the Corporation. Each such committee shall consist of two or more members. The designation of such committees and the delegation thereto of authority shall not operate to relieve the members of any responsibility imposed upon it or him by law.

Each member of a committee shall continue as such until the next annual meeting of the members of the Corporation and until a successor is appointed in the committee member's stead, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member cease to qualify as a member thereof. One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Unless otherwise provided in the resolution designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee. Each committee may adopt rules for its own government which must be approved by the YPAC Board and it cannot be inconsistent with these Bylaws.

## **ARTICLE III –YPAC BOARD MEMBERS AND ATHLETIC DIRECTORS**

### **1. YPAC BOARD MEMBERS AND ATHLETIC DIRECTORS**

To the extent not limited or prohibited by law, the Bylaws, the powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the YPAC Board. YPAC Board members and Athletic Directors need not be residents of the State of Indiana.

### **2. NUMBER AND ELECTION OF YPAC BOARD OFFICERS ATHLETIC DIRECTORS**

The number of YPAC Board members shall be seven (7) provided that the number may be increased or decreased from time to time by an amendment to these Bylaws or resolution adopted by the YPAC Board, provided that the number of YPAC Board members may not be decreased to fewer than four (4). There will only be one Athletic Director per athletic activity which will be appointed by a majority vote of the YPAC Board. Directors will not have voting rights. No decrease in the number of YPAC Board members or Athletic Directors shall have the effect of shortening the term of any incumbent Athletic Director.

An YPAC Board Officer or Athletic Director shall hold office for one calendar year. At the annual meeting the YPAC Board will vote to continue with the current Directors and the Board as is or to replace or move Athletic Directors and Board member positions.

### **3. REMOVAL**

Any officer or Athletic Director may be removed from office, with cause, by majority vote of the

YPAC Board, at any time.

#### **4. RESIGNATION**

An officer or Athletic Director may resign by providing written notice of such resignation to the Corporation. The resignation shall be effective upon the date of receipt of the notice of resignation or the date specified in such notice. Acceptance of the resignation shall not be required to make the resignation effective.

#### **5. VACANCIES AND INCREASE IN NUMBER OF YPAC BOARD MEMBERS OR ATHLETIC DIRECTORS**

Any vacancy occurring in the YPAC Board shall be filled by the affirmative vote of a majority of the remaining YPAC Board. An Athletic Director elected to fill a vacancy shall be elected for the unexpired term of the previous Athletic Director. An announcement of vacancy shall be made public, for no less than 30 days, in order to provide ample opportunity for interested candidates to make contact with a board member and join the next regularly scheduled meeting to be evaluated for approval.

#### **6. COMPENSATION**

YPAC Board members, Athletic Directors, Coaches or Committee Members, as such, **shall not receive any** stated salary for their services. This includes mileage, fuel etc.

#### **7. YPAC BOARD POWERS AND DUTIES**

The YPAC Board shall decide all matters pertaining to the finances of the Corporation **by majority vote** and it shall place all funds of the Corporation in a bank, trust company or other depository, agreed upon by a majority quorum of the YPAC Board. A majority vote of the Board and verification that funding is available by the Treasurer is required to authorize expenditures prior to spending any funds of the Corporation.

- a) The YPAC Board shall not permit the contribution of funds or property to individual teams for games sanctioned by YPAC. For any post season games or tournaments, all needed funds shall be raised by each individual team that is participating.
- b) The YPAC Board shall not permit the solicitation of funds in the name of YPAC unless all of the funds raised are placed in the YPAC treasury and the Board approves the fund raiser or solicitation in advance.
- c) The YPAC Board shall not permit the disbursement of YPAC funds for any purpose other than conducting YPAC activities in accordance with the rules and policies of YPAC. No Athletic Director, Officer, or Member of YPAC shall receive directly or indirectly, any salary or compensation from YPAC for services rendered as an Athletic Director, Officer or Member.
- d) All monies received shall be deposited to the credit of YPAC in a bank or other depository to be determined by the YPAC Board and all disbursements shall be made by check. The President, Vice President or Treasurer shall sign all checks. All checks must have two (2) signatures. The fiscal year of YPAC shall begin on January 1 of each year and shall end

on December 31 of each year.

- e) The YPAC Board shall not authorize spouses to countersign checks or have any signatory authority with the banking institution of the Corporation. No checks may be written to a person, who has been approved as an authorized signatory on the banking institution of the Corporation, or written to a business that they are engaged in or has any interest in.
- f) Prior to spending any YPAC funds; a majority vote and approval from the YPAC Board and from the treasurer that funds are available is required prior to the expenditure being made. No one will be reimbursed for unauthorized expenditures.
- g) Upon the complete dissolution of YPAC or one of the individual athletic programs YPAC oversees, and only after all outstanding debts and claims have been satisfied, will all remaining property and funds of the Corporation be distributed to the corresponding Switzerland County High School or Switzerland County Middle School feeder program of the respective athletic program that was dissolved. The YPAC Board Members, by a majority vote, shall select the entity which maintains the same or similar objectives as set forth herein for any remaining property and funds to be signed over to. These programs are entitled to exemption under Section 501(c) of the Internal Revenue code by their respective relationship to the Switzerland County School Corporation.

## **ARTICLE IV - OFFICERS**

### **1. NUMBER OF OFFICERS**

The officers of a Corporation shall consist of a President, Vice-President, Secretary, and Treasurer.

### **2. COORDINATOR POSITIONS**

Athletic Director (one per athletic activity), Football Coordinator, Concession Coordinator, Sponsorship/Fundraising Coordinator and such Coordinator positions as may be deemed necessary. New positions may be created and filled at any meeting of the YPAC Board. Any two or more offices may be held by the same person, except the offices of president and secretary. A committee duly designated may perform the functions of any officer and the functions of any two or more officers may be performed by a single committee, including the functions of both president and secretary.

### **3. EXECUTIVE COMMITTEE**

The President, Vice President, Treasurer and Secretary shall form the Executive Committee. The Executive Committee with majority vote of the YPAC Board; has the authority to remove any Member from any YPAC and The League of Record, League privileges, if believed to be in the best interest of YPAC, subject to any formal hearing as required by these bylaws. The Executive Committee should use the power with great reservation. Only the Executive Committee members shall have the right to enter into contractual agreements.

### **4. REMOVAL OF COORDINATORS, VACANCIES**

Any coordinator elected or appointed may be removed by the YPAC Board whenever in their judgment the best interests of the Corporation will be served thereby. The removal of a coordinator shall be without prejudice to the contract rights, if any, of the coordinator so removed.

Election or appointment of a coordinator or agent shall not of itself create contract rights. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the YPAC Board for the unexpired portion of the term.

## **5. POWERS OF OFFICERS**

Each officer shall have, subject to these Bylaws, in addition to the duties and powers specifically set forth herein, such powers and duties as are commonly incident to that office and such duties and powers as the YPAC Board shall from time to time designate. All officers shall perform their duties subject to the directions and under the supervision of the YPAC Board.

All officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the Corporation as may be provided in these Bylaws, or as may be determined by resolution of the YPAC Board not inconsistent with these Bylaws.

In the discharge of a duty imposed or power conferred on an officer of a Corporation, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person that were prepared or presented by:

- (1) One or more other officers or employees of the Corporation, including members of the YPAC Board.*
- (2) Legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.*

## **5. PRESIDENT**

The President shall be the chief executive officer of the Corporation and shall preside at all meetings of all YPAC Board, Athletic Directors and members. Such officer shall see that all orders and resolutions of the YPAC Board are carried out. The President shall be ex-officio a member of all standing committees. The President shall submit a report of the operations of the Corporation for the year to the YPAC Board at the annual meeting of the members. Conduct the affairs of YPAC and execute the policies established by the YPAC Board. Communicate to the YPAC Board such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Corporation. Be responsible for the conduct of the Corporation in strict conformity to the policies, principles and rules and regulation of the YPAC as agreed to under the conditions of the charter issued to YPAC by The League of Record.

- Designate in writing to other officers, if necessary, to have power to make and execute for and in the name of the Corporation such contracts and leases they may receive and which have had prior approval of the YPAC Board.
- Investigate complaints, irregularities, and conditions detrimental to the Corporation and report thereon to the YPAC Board as circumstances warrant.
- Submit and assist the Treasurer with the preparation of the annual budget to the YPAC Board. Be responsible for the proper execution of budgets approved by the YPAC Board.
- With the assistance of the Vice-President, Secretary and Treasurer, examine the applications for parental consent, medical statement, and proof of age, before any player may be certified to participate.
- Receive and review applications for coaching positions with assistance of the



Treasurer, Assistant Athletic Director of the applicable activity.

- Receive all mail, supplies and other communications from YPAC or designate someone to do so.
- Ensure that all league personnel are properly briefed on all phases of rules, regulations and policies.
- Countersign all checks with the Treasurer or any other officer authorized by the YPAC Board or by these Bylaws to sign checks for the Corporation.
- Approve with the aid of the Vice President all player placements. Notify members, Athletic Directors and Officers of their or appointment.
- Confirm referee schedules for game day operations.
  - Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the President or may be assigned by the YPAC Board.

## **6. VICE-PRESIDENTS**

The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and they shall perform such other duties as the YPAC Board. Additionally, the Vice-President shall:

- Assist in the player team assignments.
- Assist the President, Treasurer in receiving and reviewing applications for coaching positions.
- Assist the President in examining the applications for parental consent, medical statement, and proof of age, before the player may be certified to participate.
- Assist with the budget preparations.
- Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Vice-President or may be assigned by the YPAC Board.

## **7. THE SECRETARY**

The Secretary shall attend all meetings of the YPAC Board and all meetings of the members and shall record all votes and the minutes of all proceedings and shall perform like duties for the standing committees when required.

- The Secretary shall give or cause to be given notice of all meetings of the members and all meetings of the YPAC Board and shall perform such other duties as may be prescribed by the YPAC Board.
- In the absence of the Secretary or the minutes of all meetings of the YPAC Board and members shall be recorded by such person as shall be designated by the President or by the YPAC Board.
- Be responsible for recording the activities of the Corporation and maintain appropriate files, mailing lists and necessary records;
- Record all player transactions and maintain an accurate and up to date record thereof;
- Assist with the player draft and handle the placement of players with the assistance of the Executive Committee;
- Maintain a list of all Athletic Directors, Board members, and Players, and give notice of all meetings of the Corporation and YPAC Board.
- Conduct all correspondence not otherwise specifically delegated in connection with said meetings and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed;

- Notify the President and Vice-President of a potential roster movement;
- Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Secretary or may be assigned by the YPAC Board.

## **8. THE TREASURER**

The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the YPAC Board.

The Treasurer shall disburse the funds of the Corporation as may be ordered by the YPAC Board, taking proper vouchers for such disbursements. The Treasurer shall keep and maintain the Corporation's books of account and shall render to the President and Vice President an account of all of the Treasurer's transactions and of the financial condition of the Corporation and exhibit the books, records and accounts to the President or Vice President at any time. The Treasurer shall disburse funds for capital expenditures as authorized by the YPAC Board and in accordance with majority votes of the YPAC Board, and present to the President's attention any requests for disbursing funds if in the judgment of the Treasurer any such request is not properly authorized. The Treasurer shall perform such other duties as may be directed by the YPAC Board or by the President.

- Sign all checks with the President or Vice President with authority to countersign checks as the YPAC Board shall determine. All checks shall have two (2) signatures; Receive all monies and securities and deposit them in a depository approve by the YPAC Board Keep records for the receipt and disbursement of all monies and securities of the Corporation.
- Approve all payments from budgeted funds and draw checks therefore in agreement with the policies established in advance of such actions by the YPAC Board. • Prepare an annual budget, under the direction of the President, for submission to the YPAC Board at the annual meeting;
- Follow standard accounting procedures
  - Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Treasurer or may be assigned by the YPAC Board.

## **9. THE ATHLETIC DIRECTOR**

The Athletic Director shall:

- Record all player transactions and maintain an accurate and up to date record thereof;
- Assist the President, and Vice President, in making recommendations to the YPAC Board for Coaches;
- Conduct the Player draft /Team assignments
- Coordinate and supervise coaches and properly brief coaches of all rules, regulations and policies of the Corporation;
- Coordinate and supervise all activities related to the development and training of coaches and players;
- Monitor teams to insure safety procedures are being followed;
- Supervise control and care of playing equipment and materials;submit to the YPAC

Board a list of equipment issued to each player for the season and retrieve said issued equipment at the end of the season;

- Submit to the YPAC Board a list of equipment returned and equipment not returned at the end of the season.
- Submit to the YPAC Board inventory an annual inventory of the Corporation's sports equipment;
- Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Athletic Director position or may be assigned by the YPAC Board.

## **10. ASSISTANT ATHLETIC DIRECTOR**

The Assistant Athletic Director shall:

- Record all player transactions and maintain an accurate and up to date record thereof.
- Assist the President, and Vice President, in making recommendations to the YPAC Board for Coaches.
- Conduct the Player draft /Team assignments
- Coordinate and supervise coaches and properly brief coaches of all rules, regulations and policies of the Corporation.
- Coordinate and supervise all activities related to the development of coaches and players.
- Monitor teams to ensure safety procedures are being followed.
- Supervise control and care of playing equipment and materials; submit to the YPAC Board a list of equipment issued to each player for the season and retrieve said issued equipment at the end of the season;
- Submit to the YPAC Board a list of equipment returned and equipment not returned at the end of the season.
- Submit to the YPAC Board inventory an annual inventory of the Corporation's sports equipment.
- Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Assistant Director position or may be assigned by the YPAC Board.

## **11. THE CONCESSION COORDINATOR**

The Concession Coordinator shall:

- Be responsible for the overall operation of the concession stand;
- Keep and maintain an accounting of all income and expenses related to the activities of the concession with oversight and approval from the Treasurer and YPAC Board •
- Coordinate volunteer schedules for working in the concession stand with the assistance of a parent liaison or assistant concession coordinator;
- Submit to the Treasurer an inventory of the Corporation's concession stand property after each home game and at the end of the season;
- Coordinate the purchase and ordering of concession stand items with approval from the YPAC Board (President, Vice President or Treasurer will purchase items as required)
- Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Concession Coordinator or may be assigned by the YPAC Board.

## **12. SPONSORSHIP/FUNDRAISER COORDINATOR**

The Fundraiser shall:

- Formulate fundraising programs for YPAC Board approval;
- Set schedule and locations for fundraising events;
- Set-up committees and work parties as necessary;
- Submit receipts and revenues to the Treasurer with profit and loss statements;
- Maintain record of contacts, supplies, etc. for future reference on all fundraising events;
- Handle all matters relating to special fundraising programs;
- Coordinate corporate sponsorship programs;
- Develop annual corporate fundraising plan for YPAC Board approval; and
- Ensure that all donors are properly acknowledged and that all sponsors receive appropriate recognition and benefits (plaques, banners, ads, etc.)

## **13. FIELD COORDINATOR**

The Field Coordinator shall:

- Schedule and monitor the field Athletic Directors for game day operations;
- Coordinate the set-up and closing of fields each game day;
- Work with the Athletic Director/ Assistant Director in purchasing and taking inventory of field equipment;
- Perform such duties as are specifically set forth and such other duties as are customarily incident to the Field Coordinator or may be assigned by the YPAC Board.

## **ARTICLE V - INDEMNIFICATION AND INSURANCE**

1. The Corporation may purchase and maintain insurance or another arrangement on behalf of only Player members and coaches; only during sanctioned practices and games. YPAC Insurance does not cover any liability for family, friends. The insurance or other arrangement may be procured, maintained, or established within the Corporation or with any insurer or other person deemed appropriate by the YPAC Board regardless of whether all or part of the stock or other securities of the insurer or other person are owned in whole or part by the Corporation. In the absence of fraud, the judgment of the YPAC Board as to the terms and conditions of the insurance or other arrangement and the identity of the insurer or other person participating in an arrangement shall be conclusive and the insurance or arrangement shall not be voidable and shall not subject the YPAC Board approving the insurance or arrangement to liability.

## **ARTICLE VI – MISCELLANEOUS**

### **1. MEETINGS BY TELEPHONE CONFERENCE, ELECTRONIC OR OTHER REMOTE COMMUNICATIONS TECHNOLOGY**

Subject to the provisions required or permitted these Bylaws for notice of meetings, members of the Corporation, members of the YPAC Board, or members of any committee may participate in and hold a meeting of such members, YPAC Board, or committee by means of:

1. Conference telephone or similar communications equipment by which all persons

- participating in the meeting can communicate with each other; or
2. Another suitable electronic communications system, including videoconferencing technology or the Internet, only if:
- Each member entitled to participate in the meeting consents to the meeting being held by means of that system;
  - The system provides access to the meeting in a manner or using a method by which each member participating in the meeting can communicate concurrently with each other participant. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.
- **Members are given 48 hours to respond with their vote and feedback**

### **3. CONTRACTS**

The YPAC Board by majority vote only; can enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

### **4. CHECKS, DRAFTS, ETC.**

All checks, drafts or other instruments for payment of money or notes of the Corporation shall be signed by the President, Vice President and Treasurer (2 signatures are required).

### **5. DEPOSITS**

All funds of the Corporation shall be deposited within 48 hrs from receiving the funds to the credit of the Corporation in such banks, trust companies, or other depositories as the YPAC Board may select. Deposits should be made separate with notes on each deposit slip in order to be able to track each deposit and the amount. i.e. \$200 from the concession stand and \$100 from a fundraiser should be deposited using two separate deposit slips not on one slip showing \$300. The Treasurer should be making all deposits.

### **6. GIFTS**

The YPAC Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

### **7. BOOKS AND RECORDS**

The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of the members, YPAC Board, and committees and shall keep at the registered office or principal office in this State a record of the names and addresses of its members entitled to vote. A member of the Corporation, on written demand stating the purpose of the demand, has the right to examine and copy, in person or by agent, accountant, or attorney, at any reasonable time, for any proper purpose, the books and records of the Corporation relevant to that purpose, at the expense of the member.

### **8. FINANCIAL RECORDS AND ANNUAL REPORTS**

The Corporation shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the Corporation, including all income and expenditures, in accordance with generally accepted accounting practices. All records, books, and annual reports of the financial activity of the Corporation shall be kept at the

registered office or principal office of the Corporation in this state for at least three years after the closing of each fiscal year and shall be available to the public for inspection and copying there during normal business hours. The Corporation may charge for the reasonable expense of preparing a copy of a record or report.

## **ARTICLE VII - CONSTRUCTION**

### **1. PRONOUNS AND HEADINGS**

All personal pronouns used in these Bylaws shall include the other gender whether used in masculine or feminine or neutral gender, and the singular shall include the plural whenever and as often as may be appropriate. All headings herein are for convenience only and neither limit nor amplify the provisions of these By-laws.

### **2. INVALID PROVISIONS**

If any one or more of the provisions of these Bylaws, or the applicability of any such provision to a specific situation, shall be held invalid or unenforceable, such provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of these Bylaws and all other applications of any such provision shall not be affected thereby.

## **ARTICLE VII - AMENDMENT OF BYLAWS**

The YPAC Board may amend or repeal these Bylaws, or adopt new Bylaws by a majority vote of the YPAC Board present at any duly organized meeting of the YPAC Board. If any amendments are approved in a meeting, the official by-laws must be updated in writing and posted on the YPAC website, if any, within 30 days.

## **ARTICLE IX—PARENT BEHAVIOR FORM/ZERO TOLERANCE POLICY**

YPAC has a ZERO TOLERANCE POLICY. Any Member who violates the Code of Conduct, rules, regulations or policies of YPAC will receive a temporary suspension of up to fourteen (14) days. The YPAC Board may take up to 72 hours to investigate any incident from the time the YPAC Board receives notice of any infraction of its rules, regulations or policies before imposing any temporary suspension. The YPAC Board may temporarily suspend any Member without notification or hearing. However, for any suspensions or terminations the YPAC Board shall follow the procedures in Article II. Contained herein above. The respective Athletic Director shall notify any coach who violates the Code of Conduct, rules, regulations or policies of YPAC. The President shall notify any parent who violates the Code of Conduct, rules, regulations or policies of YPAC.

## **ARTICLE XI—CODE OF CONDUCT**

All coaches, athletic participants, all team officials and Members shall abide by the code of Conduct contained herein below as follows:

- No person shall smoke or use smokeless tobacco on the field.
- Coaches shall not criticize players or spirit participants in front of spectators but shall reserve constructive criticism for later, in private, or in the presence of the team or squad members if they might benefit from participating.
- All players and coaches shall accept decisions of game officials and judges on the field and in

competitions as being fair and called to the best ability of said official(s).

- Criticizing an opposing team, its players, spirit participants, coaches or fans by word or gesture is not allowed.
- Coaches shall emphasize that good athletes strive to be good students.
- Coaches shall strive to make every league and spirit activity serve as a training ground for life and a basis for good mental and physical health.
- Coaches shall emphasize that winning is the result of good "teamwork".
- Together with team officials, coaches shall be jointly responsible for conduct and control of team officials, fans and spectators. Any fan that becomes a nuisance or out of control shall be asked to leave.
- The use of abusive or profane language is not allowed at any time.
- Coaches shall not "pile it on" or encourage their team to get a commanding lead and raise the score as high as it can. In these instances, every effort shall be made to let all players play.
- Coaches, choreographers, consultants or any type of expert shall not receive any payment, in cash or kind, for services for their services.
- No team official, parent or Member of YPAC shall recommend or distribute any medication, controlled or over the counter, except as specifically prescribed by a physician.
- Ineligible players or spirit participants shall not participate in any game;
- No one shall incite unsportsmanlike conduct.
- Possession of or drinking any alcoholic beverages or the possession or use of any illegal substance at any game or on the practice fields is strictly forbidden.
- If the health or well-being of any participant is even slightly in doubt, whether as the result of an injury or otherwise, that participant shall be removed from the game or practice until competent medical advice is obtained.
- Coaches shall make every effort to control fans and their team reaction; and all participants, coaches and team officials shall uphold and follow all rules, regulation of YPAC and board approved athletic leagues.

# Youth Pacers Athletics Corporation

## BYLAWS AMENDMENT #1

August 10, 2017

The following motion was made during the Aug 10, 2017 board meeting. The motion addressed a conflict between two paragraphs of the bylaws (Page 7, Para D &E). The below motion was made by the Vice President Chris W. Oatman, seconded by the President Cori Dawson, discussed and unanimously approved by all board officers. Please refer to the Aug 10, 2017 meeting minutes for a full list of attendees.

**MOTION:** I motion we amend our bylaws to correct the conflict on Page 7 with para D & E but still meet the intent on being financially responsible by adding the “Secretary” to para D and changing para E to say: “The YPAC board shall not authorize spouses to countersign checks. Checks can be written to someone who is an authorized signatory as long as two other signatories sign and countersign the check. No signatory is authorized to make a CASH withdrawal without prior approval from the board and an explicit reason for doing so.”

### **Page 7 Para D now reads:**

All monies received shall be deposited to the credit of YPAC in a bank or other depository to be determined by the YPAC Board and all disbursements shall be made by check. The President, Vice President, Secretary or Treasurer shall sign all checks. All checks must have two (2) signatures. The fiscal year of YPAC shall begin on January 1 of each year and shall end on December 31 of each year.

### **Page 7 Para E now reads:**

The YPAC board shall not authorize spouses to countersign checks. Checks can be written to someone who is an authorized signatory as long as two other signatories sign and countersign the check. No signatory is authorized to make a CASH withdrawal without prior approval from the board and an explicit reason for doing so.



# Youth Pacers Athletics Corporation

## BYLAWS AMENDMENT #2

October 1<sup>st</sup>, 2020

The following motion was made during the October 1, 2020 board meeting. The motion addresses an issue with no record of the agreement or grant requirements made between YPAC and the community foundation in the YPAC bylaws. Between Oct 2017 and Oct 2020, several grants were given to YPAC. The written grant requests on record at the foundations state, “if YPAC no longer exists, ALL equipment and any remaining funding would be donated to the respective Switzerland Co. HS sports program. This motion addresses the lack of that agreement to accept the grants not being written in the YPAC bylaws.

The below motion was made by Ryan Jesop, seconded by Kevin Rohrbach, discussed and unanimously approved by all board officers. Please refer to the October 1, 2020 meeting minutes for a full list of attendees.

**MOTION:** Amend the YPAC bylaws to conform to the agreements of the grants awarded to YPAC which allowed YPAC to purchase equipment for its sports programs. If YPAC were to no longer operate sports programs and the organization ended operations, ALL existing sports equipment, sports gear, concessions equipment, property etc. would be turned over to the respective SCHS programs. ALL remaining funds would also be donated to the respective SCHS programs.