

**BY LAWS OF
MID-MICHIGAN RURAL FOOTBALL LEAGUE, INC.**

MISSION STATEMENT

The mission of the Mid-Michigan Rural Football League, Inc., is to organize and maintain recreational athletics (Youth Football) in an instructional nature; to provide adequate supervision and guidance; to promote the development of honesty; good fellowship, self-discipline and team play, which are the basic essentials of Good Sportsmanship.

ARTICLE I

Section 1. **Name**. The name of the corporation is Mid-Michigan Rural Football League, Inc.

Section 2. **General Operating Rule** The league shall operate under the principles set forth by the MHSAA and shall abide by all rules and guidelines established by the MHSAA regarding rules of play and coaches guidelines. The MMRFL reserves the right to adopt and enforce rules that are more restrictive than those of the MHSAA but No rules of play or guidelines shall be adopted that would not be permitted within the rules and guidelines established by the MHSAA. MHSAA Rules regarding players in 7th thru 12th grades shall be interpreted to apply to players meeting MMRFL eligibility requirements.

ARTICLE II

MEETINGS

Section 1. **Place of Meetings**. Meetings of the Mid-Michigan Rural Football League, (MMRFL), shall be held at any place (within the State of Michigan) the Executive council or Field Commissioners may select from time to time.

Section 2. **Rules Meetings**. A rules meeting of the elected and appointed members shall be held on the first available Tuesday, and any Tuesday after the initial one if needed in January.

Section 3. **Special Meetings**. Special meetings of the League may be called by the President, by a majority of the Executive Council, or by any Field Commissioner.

Section 4. **Notice of Meetings**. A written or printed notice of each meeting, stating the place, date and hour of the meeting, and in case of a special meeting the purpose or purposes shall be given by the Secretary of the League or by the person authorized to call the meeting, to each member of record entitled to vote at the meeting. This notice shall be sent at least ten (10) days before the date of the meeting (unless a greater period of time is required by law in a particular case) to each member by United States mail, E-mail (sent with

confirmation of receipt), or by telegram (charges prepaid), to his/her address appearing on the books of the League.

Section 5. **Waive of Notice.** A member, before or after the meeting, may waive notice of the meeting. His/her waiver shall be deemed equivalent of giving notice. Attendance at a League meeting, either in person or by proxy, of a person entitled to notice shall constitute a waiver of notice of the meeting unless he/she attends for the express purpose of objecting to the transaction of business on the ground that the meeting was not lawfully called or convened.

Section 6. **Voting Rights.** Subject to the provisions of the law of the State of Michigan, each Community is entitled to one vote for that Community to be cast by their registered Field Commissioner, Holder / Bearer of voting rights card, or proxy registered with the League Secretary. If a Field Commissioner (F.C.) is replaced in season, written notice of his/her replacement is required for that Community to have a vote. Transferees of voting rights that are transferred on the books of the League within three (3) days next preceding the date set for the meeting shall not be entitled to notice of, or to vote at, the meeting.

Section 7. **Proxies.** A F.C. entitled to vote may vote in person or by proxy executed in writing by the F.C. or by his/her Community's Club President or Council.

Section 8. **Quorum.** The presence, in person or by proxy, of the members of a majority entitled to vote shall constitute a quorum at the meetings. At a duly organized meeting, members present can continue to do business until adjournment even though enough members withdraw to leave less than a quorum.

Section 9. **Adjournments.** Any meeting of members may be adjourned. Notice of the adjourned meeting or the business to be conducted there, other than by announcement at the meeting at which the adjournment is taken, shall not be necessary. At an adjourned meeting at which a quorum is present or represented, any business may be conducted which could have been conducted at the meeting originally called.

Section 10. **Informal Action by Members.** Any action that may be taken at a meeting of the League may be taken without a meeting if a consent in writing setting forth the action shall be signed by all of the members. This consent shall have the same effect as a unanimous vote at a League meeting.

ARTICLE III

EXECUTIVE OFFICERS/EXECUTIVE COMMITTEE

Section 1. **Officers/Executive Committee.** The Executive Officers of the League shall be elected by the registered voters of the League and shall consist of a President, Vice President, Treasurer, and Secretary. Other officers, assistant officers, agents and employees that the League from time to time may deem necessary, may be elected by the Executive Council or appointed in a manner prescribed by the Executive council.

The Executive Officers shall constitute the Executive Committee. The Executive Committee shall be responsible for the operation of the League and have all powers of the League. The Executive Committee shall meet as necessary.

Section 2. **Vacancies**. When a vacancy occurs in one of the executive offices by death, resignation or otherwise, it shall or not be filled by the same due process as outlined in Section 1.

Section 3. **Elections & Terms of Office**. League Executive Officers will be elected for a two-year term of office beginning on January 1 of the year after their election. Elections will be held at the last regularly scheduled meeting of the year with President and Treasurer being elected in even numbered years (years ending in 0 are considered even years) and Vice-President and Secretary being elected in odd numbered years. In the event a vacancy is created in another office as a result of the election of officers the vacancy will be filled in accordance with established procedures and the newly elected officer will serve the balance of the term of the vacating officer.

Section 4. **Removal of Officers and Agents**. An Officer or Agent of the League may be removed by a two-thirds majority vote of the League whenever in their judgment the best interests of the league will be served by the removal. The removal shall be without prejudice to the Officer or Agent.

Section 5. **President: Powers and Duties**. The President shall be the chief executive officer of the League and have general supervision of the League. He/She shall preside at all meetings and discharge the duties of a presiding officer, shall present, at the initial January meeting of the members a report of the business of the league for the preceding year, and shall perform whatever duties the League may from time to time prescribe.

Section 6. **Vice-President: Powers and Duties**. The vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. He/She shall perform whatever duties and have whatever powers the League may from time to time assign him/her. He/She shall not, however, serve as President of the League unless the members elect him/her to that capacity by a duly called meeting for said purpose.

Section 7. **Secretary: Powers and Duties**. The Secretary shall attend all meetings of the League and shall keep or cause to be kept a true and complete record of the proceedings of those meetings. He/She shall give, or cause to be given, notice of all meetings of the League and shall perform whatever additional duties the League and the President may from time to time prescribe.

Section 8. **Treasurer: Powers and Duties**. The treasurer shall have custody of the League funds and securities. He/She shall keep full and accurate accounts of receipts and disbursements and shall deposit all League monies and other valuable effects in the name and to the credit of the League in a depository or depositories designated by the Executive Council. He/She shall disburse the funds of the League and shall render the President, whenever he/she may require it, an account of his/her transactions as Treasurer and of the financial condition of the League.

Section 9. **Delegation of Duties.** Whenever an officer is absent or whenever for any reason the Executive Council may deem it desirable, the Council may delegate the powers and duties of an officer to any other officer or officers.

Section 10. **Executive Committee Limitations** The following limitations shall be placed on the membership of the Executive Council: (1) The President may not hold a coaching, staff, or board position within a Member Area Association while serving as League President and (2) The Executive Committee (including appointed positions) shall be limited to a maximum of two members that have been affiliated with the same Member Area currently or within the last three years.

Note: For the purposes of this paragraph "affiliation" is defined as holding a Coaching, Staff, or Board Member position within a Member Area Association.

ARTICLE IV

MEMBERS/MEMBERSHIP

Section 1. **Definition of Membership.** Membership in MMRFL shall be limited to community organizations governed by an executive committee that have applied and have served the designated probationary period and have paid the designated application fee and have been accepted for membership into the league by a minimum of two-thirds 2/3 majority vote of member areas.

Section 2. **Requirements.**

The MMRFL, and all member communities affiliated with the MMRFL, are required to carry Liability Insurance purchased through the MMRFL, or carry equivalent, or better, coverage if purchased independently or in conjunction with another organization. Member community representatives are required to attend all scheduled meetings. Member communities are required to pay a per team annual fee to participate in the MMRFL.

Section 3. **Revocation of Membership.** A Member Community of the League may be removed by the League due process whenever in their judgment the best interests of the league will be served by the removal, or after three years of inactivity in the league. The removal of a member area requires a two-thirds (2/3) majority vote of the League, followed by minimum of 90 day waiting period and another two-thirds (2/3) majority vote of the League. The removal shall be without prejudice to the Member Community.

ARTICLE V

VOTING RIGHTS/FIELD COMMISSIONERS

Section 1. **Voting Rights.** The voting rights shall be in a form approved by the League Executive Council. Each right to vote form shall be signed by the President or Vice-President and Secretary and shall be registered on the books of the League. Each member

community represented shall have one (1) vote per community per issue brought to each meeting.

Section 2. **Registered Voters**. The League shall be entitled to treat the holder of the voting right form as the holder in fact and, except as otherwise provided by the laws of Michigan, shall not be bound to recognize any equitable or other claim to or interest in the functions of the League.

Section 3. **Transfer of Voting Rights**. Voting rights of the league shall only be transferred on its books upon the surrender to the Executive Secretary of the voting right duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer. In the event, the surrendered rights shall be cancelled, new rights issued to the person entitled to them, and the transfer recorded on the books of the League.

ARTICLE VI

EXECUTIVE COUNCIL ACTS

Section 1. **Execution of Written Instruments**. The President or Vice-President shall execute contracts, deeds, documents and instruments unless the Executive Council shall, in a particular situation, designate another procedure for their execution.

Section 2. **Signing of Checks and Notes**. Checks, drafts, notes and demands for money shall be signed by the officer or officers from time to time designated by the Executive Council. In the event that no designation is made by the Executive Council, checks, drafts, notes and demands for money may be signed by any two (2) officers.

ARTICLE VII

CONDUCT OF MEETINGS

All meetings shall be conducted in accordance with procedure as set forth in Robert's Rules of Order.

In the event of a deadlock on any issue, the meeting may be adjourned for not less than seven (7) days and not more than fourteen (14) days, the parties shall agree on the League President to cast the deciding vote at the next meeting.

ARTICLE VIII

AMENDMENTS

The power to amend or repeal by-laws or to adopt a new code of by-laws is reserved to the registered members, the affirmative votes of not less than three-fourths (3/4) in number

of those eligible voting rights present, provided a minimum of two-thirds (2/3) quorum of eligible voting rights issued are represent to exercise that power.

By appropriate Resolution, these by-laws were adopted on January 13, 2009.

By: James L. Brown
President of MMRFL