

THE BYLAWS OF THE
SPORTS FOUNDATION OF SOUTH FLORIDA, INC



By-Laws

THE BYLAWS OF THE
SPORTS FOUNDATION OF SOUTH FLORIDA, INC

ARTICLE ONE
Mission Statement

1.01 Mission: The Sports Foundation of South Florida's mission is to organize and promote its membership in such athletic, social, cultural or charitable activities as may serve the following purposes:

- a) To be a non-profit foundation dedicated to the promotion of amateur athletics for all persons regardless of age, race, creed, religion, sex, national origin or sexual orientation, with special emphasis on participation of members of the Gay, Lesbian, Bi-Sexual or Transgender (GLBT) community.
- b) To establish uniform athletic rules and regulations for foundation members and provide an opportunity for members of the GLBT community to play organized sports in an environment that is safe, healthy and free of negative attitudes based on differences in sexual orientation.
- c) To encourage the education and training in proper skills of athletics by promoting, organizing and conducting clinics, seminars and training courses to benefit players of all athletic abilities.
- d) This corporation is organized exclusively for non-profit charitable purposes such as the prevention of cruelty to children or animals and for charitable, religious, educational, literary and scientific purposes, and the fostering of national or international amateur sports competition, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code (the "Code"). To this end, the corporation shall provide the community with access to sport related activities, to encourage physical fitness and to improve community standard of living.

1.02 Activities: The board of directors of SFSF is primarily tasked with the operation of a weekly, multidivisional softball league. Approximately seventy percent of the board's activity is represented in the coordination and operation of these playing opportunities for players of all ages, skills, experience and competitive levels. Two seasons are run each year, from February through June and from August through November. The league strives to promote sportsmanship and diversity in providing an outlet that promotes physical fitness and social interaction. Most teams are sponsored by local businesses which combined with individual membership fees allow the league to function.

ARTICLE TWO
Membership

- 2.01 Membership Qualification:** Any person who is a player, manager, coach, scorekeeper, or non-player in good standing who is listed on the official roster of a team recognized by the Foundation, or who is an associate in good standing, or who is a current duly elected Board member, is eligible for membership in the Foundation.
- a) Members of the Foundation must be at least 18 years old.
 - b) Associate: Any person who is not listed on an official roster but has paid an associate fee to the Foundation.

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- 2.02 Team:** A team shall consist of 10 to 20 active players on that team's opening day roster. There is no limit on non-players on a team's roster.
- 2.03 Disputes:** All disputes pertaining to eligibility shall be resolved by the Board of Directors.
- 2.04 Forfeiture:** Any person determined by due process to be ineligible shall forfeit all privileges of membership and all membership fees paid.
- 2.05 Transferability:** Membership in the Foundation is non-transferable. Should membership be terminated, the membership fees are not refundable, unless determined otherwise by the Board's discretion in extenuating circumstances.
- 2.06 Good Standing:** Good standing shall be defined as having paid all pertinent fees for the current season and observing continuous compliance with all provisions set forth in the Constitution and these Bylaws.
- 2.07 Franchise:** Each team in good standing and in attendance at any properly convened Managers Council meeting shall be entitled to cast one vote pertaining to each issue to be decided by voting at such meeting.
- 2.08 Member's name and address:** The name and address of each member and date of issuance shall be entered in the private records of the Foundation, and will not be sold, rented or disseminated to any other organization. Reproduction, sale, rental, lease, or use of the mailing list or directory by any other person or group of any of the contents, for any purpose is expressly prohibited. Instances of unauthorized use will be sent to Board for evaluation and possible actions.
- 2.09 Expulsions:** Any member may be expelled from the Foundation for misconduct, by a 2/3 vote of the Managers Council at a legally constituted meeting provided that said member receives written notification of the charges and meeting date by certified mail at least 10 calendar days before the meeting. The member will be given the opportunity to rebut those charges at that meeting.

ARTICLE THREE
Executive Board

- 3.01 Composition:** The Executive Board (the Board) shall be composed of the Chairperson of the Board, Vice Chair/ Commissioner, Assistant Commissioner, Secretary, and Treasurer, each of who shall be elected as provided in the Constitution.
- 3.02 Board and Council meetings:** The Chairperson shall chair all Board and Manager's Council meetings. In the absence of the Chairperson, the Commissioner will chair a meeting. If the Chairperson and Commissioner are not present, a quorum is not valid, and the meeting must be rescheduled.

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- 3.03 Committees:** The Chairperson shall designate all committees, select all committee chairs, and may serve as a voting ex-officio member of all committees, as provided in the Bylaws. The Board may dissolve any committee.
- 3.04 Checks:** All Foundation checks must be counter-signed by two officers.
- 3.05 Chairperson:** The duties of the Chairperson shall include, **but not be limited to the following:**
- a) Presiding at all formal meetings of the Managers Council and of the Board of Directors.
 - b) Appointing members of any duly authorized committee of the Foundation.
 - c) Ruling on the interpretation and intent of the Articles of Incorporation, By-Laws and Rules of the Foundation.
 - d) Serving as an authorized signatory on the Foundation's checking accounts and on any funds managed by the Foundation.
 - e) Overseeing all day-to-day functions of the Foundation.
 - f) Ruling on parliamentary procedures at all formal meetings of members and of the Board of Directors.
 - g) Oversee all filings with regards to the Articles of Incorporation, which include informing the State of any changes in the Board of Directors. Also oversee any other filings required by any and all federal, city, state and municipalities.
 - h) Appoint a Sergeant of Arms, if necessary, to help maintain order at meetings.
- 3.06 Vice Chair/Commissioner:** The duties of the Vice Chair/Commissioner shall include, **but not be limited to the following:**
- a) Performing all duties and exercising all powers of the Chairperson during the Chairperson's absence or disability.
 - b) Maintaining order at all meetings.
 - c) Serving as an authorized signatory on the Foundation's checking accounts.
 - d) Accounting to the Board of Directors for all general business.
 - e) Serve as a liaison between team sponsors and the Board of Directors for teams in their division.
 - f) Oversee play and rules of conduct for their division.
 - g) Be at fields during play to oversee play and rules of conduct of all divisions.
- 3.07 Assistant Commissioner:** The duties of the Assistant Commissioner shall include, **but not be limited to:**
- a) Coordination of the Foundation's fund-raising activities.
 - b) Overseeing field maintenance and assisting in reservations, if necessary.
 - c) Assume the duties of Commissioner in the event they are unable or unwilling to perform them.
 - d) Be at fields during play to oversee play and rules of conduct of all divisions.
 - e) Oversee collection of roster cards each week and assist with score reporting.
 - f) Assist in the league's recruiting effort.
 - g) Ensure the appropriate copies of records are given to the Secretary.

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3.08 Secretary: The duties of the Secretary shall include, but not be limited to the following:

- a) Keeping minutes of meetings of the Council and of the Board of Directors.
- b) Maintaining an official record of the Constitution, By-Laws, and Rules of the Foundation and amendments and changes thereto.
- c) Maintaining a record of all members of the Foundation and their respective current mailing addresses, if necessary.
- d) Validating and distributing all Foundation membership certificates if statutes require.
- e) Serving as an authorized signatory on the Foundation's checking accounts.
- f) Distribute minutes to the Board and/or Council members of meeting.
- g) Responsible for filing amended Articles of Incorporation, which includes informing the State of any changes in the Board of Directors. Also responsible for any other corporate type filings required by any and all federal, city, state and municipalities by preparing or mailing these and also maintains these records in the corporate files.
- h) Setting up meetings and agendas upon the Chairman and Board member's request.

3.09 Treasurer: The duties of the Treasurer shall include, but not be limited to the following:

- a) Accounting monthly for all dues and monies collected and disbursed by the Foundation.
- a) Prepare a detailed biannual cash report which reconciles the bank accounts. Submit to the Board for approval.
- b) Record keeping and accounting is to be prepared using an accounting program or database spreadsheet.
- c) Having custody of the Foundation's checkbook(s) and of the checkbook(s) of any funds managed by the Foundation.
- d) Depositing of all monies of the Foundation in such bank(s) as shall be specified by resolution of the Board.
- e) Making disbursements and having charge of the financial affairs of the Foundation and of any funds managed by the Foundation under authorization by the Board.
- f) Collecting or overseeing the collection of all dues and monies owed to the Foundation and reporting any outstanding debt to the Board.
- g) Serving as an authorized signatory on the Foundation's checking account(s) and of any funds managed by the Foundation.
- h) Preparing or coordinating the filing of annual tax reports with the accounting firm engaged by the Foundation.
- i) Prepare or coordinate the preparation of quarterly financial statements and submit to the Board for approval.

3.10 Voting Privileges: Each member of the Board shall be entitled to cast one vote pertaining to each issue to be decided by voting in all Managers Council and Board of Directors meetings. On all matters brought before the Board or Council at any meeting, each member shall be entitled to one vote on each issue, with the exception of the Chairperson. In the case of a tie vote, the Chairperson shall be entitled to cast a tie-breaking vote.

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- 3.11 Conflict of Interest:** A Board member shall abstain from voting for the purpose of determining Board policy, procedure, or action that solely and specifically affects a team on whose roster the member is listed.
- a) Board Members must sign and agree to comply with the spirit and intent of the Sports Foundation of South Florida, Inc. conflict of interest policy and will disclose any potential conflicts, as they may arise.
 - b) Board members must sign and agree to understand that the Organization is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
- 3.12 Nominations:** Nominations of all Board members shall occur at the annual meeting. The meeting will be held in conjunction with a Manager's Council Meeting to be held no later than two weeks before the end of the SPRING season.
- a) Eligible Members:
 - 1) Any member in good standing who has been listed on a roster for at least one year immediately prior to elections.
 - 2) An associate in good standing with the Foundation for at least one year immediately prior to elections.
 - b) Ineligible Members:
 - 1) Anyone deemed to have conflicts of interest within the Foundation.
 - 2) Anyone who previously resigned or was removed from the Board for ethical cause or non-performance of duties (Refer to Bylaws 2.17 and 2.18).
 - c) Motion: Candidates for each position shall be nominated by a motion by any member of the Manager's Council. This motion must be seconded by a member of the Manager's Council.
 - d) Acceptance: Nominations shall be accepted or declined by the nominee. Acceptance shall be presumed in the absence of any statement by the nominee to the contrary.
 - e) Order: The entire elective process shall be completed for each particular position before any nominations are accepted for the subsequent position. The nomination process shall proceed for each position successively in the same order as the positions are listed in Section 2.01 of these Bylaws.
 - f) Nomination Speech: One nominating speech, lasting no more than 3 minutes, on behalf of each candidate shall be permitted after a motion to close nominations has been made, seconded, and passed (Optional).
 - g) Candidate Speech: Each candidate shall be permitted to make a speech, lasting no longer than 5 minutes, to the Council after a motion to close nominations has been made, seconded, and passed.
 - h) Resume: Each candidate may submit a resume to the Board for the position that they are running for along with the reasons why they are choosing to run.
 - i) Acclamation: In the event that only one candidate accepts the nomination and a motion is made, seconded, and passed to elect one candidate by acclamation, no written ballot shall be required for that position.

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- 3.13 Elections:** The Board will determine a date before the end of the SPRING season to hold the Elections for Board positions.
- a) Election Committee: The Chairperson will appoint an election committee to collect and monitor votes on the day of the election.
 - b) Voting: Voting shall proceed utilizing written ballots.
 - 1) In the event all candidates who accepted a nomination, except for one, drop out of the race, voting shall still proceed utilizing written ballots. Write-in votes for other eligible members will then be allowed at the time of elections.
 - 2) Each Member of the Foundation has one vote.
 - 3) The candidate receiving the greatest number of votes shall be elected. If no candidate receives a majority, there shall be a run off election with the two candidates with the highest vote totals.
 - c) The positions of Commissioner and Secretary will be up for election on odd numbered years. The positions Assistant Commissioner, Chairperson, and Treasurer will be up for election on even numbered years.
- 3.14 Tenure:** Each newly elected Board member shall serve a term of 2 years. At the end of the term, the Board member may be re-elected in accordance to the elective process in these Bylaws.
- 3.15 Commencement of Term:** Each newly elected Board member shall be entitled to exercise the powers and authority and perform the duties of the elected position beginning on August 1st of the year they were duly elected.
- 3.16 Termination:** If an officer fails to perform or violates the duties of his or her office, the officer may be removed from office by a 2/3 vote of the Manager's Council at any Council meeting, provided that said member receives written notification of the charges and meeting date by certified mail at least 10 calendar days before the meeting. The member will be given the opportunity to rebut those charges at that meeting. The vacancy left for that position on the Board shall be filled as provided in these Bylaws.
- 3.17 Removal:** Any Board member who is absent from three consecutive regular Board meetings without good cause shall be automatically removed from the Board.
- 3.18 Physical Incapacity:** When any Board member permanently becomes physically incapable of performing the duties of office, including by reason of death, a vacancy shall exist. In the event that any dispute arises in determining permanent physical incapacity, the Board shall decide the matter.
- 3.19 Resignation:** A Board member may resign their position by providing written notification to the Board. Said member has 48 hours to rescind their written resignation. A vacancy shall exist at that time.

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- 3.20 Vacancy:** Any vacancy shall be filled temporarily by nomination of an acting Board or Council member by the Chairperson, subject to approval by majority of the Council, and shall serve until a successor has been duly elected. In the event that a regular election is scheduled to occur within two months from date the vacancy occurs, an acting Board member shall serve until time of such election.
- 3.21 Special Election:** Any special election commenced pursuant to this requirement shall comply with all applicable provisions of these Bylaws.
- 3.22 Return of Property:** Upon leaving their position or at the end of their term, whichever comes first, any member of the Board of Directors, whether or not re-elected to another term, shall return to the current Commissioner all documents and/or items that are the property of the Foundation. A transition meeting shall take place among all outgoing and incoming officers. At this meeting all Foundation records and property shall be turned over to the incoming officers, bank signature cards shall be filled out thus turning over the Foundation's accounts to the incoming officers. Failure to comply with this directive within a thirty-day period of leaving the Board of Directors shall result in this person being suspended from the SFSF. The suspension will be voided upon the return of all documents and items.
- 3.23 Exclusive Powers:** The Board of Directors shall have the following exclusive powers:
- a) Enforcement of penalties for violation of Foundation rules.
 - b) Jurisdiction of the Articles of Incorporation and any changes pertaining thereof.
 - c) Prescribe additional duties for any of the officers in addition to those set forth in these By-Laws.
 - d) To set the fees for membership, play-dates and scheduling at it's reasonable discretion.
 - e) The Board of Directors, in addition to the foregoing specific powers, shall have the power to manage all the affairs of the Foundation, and act on any and all questions relating in any manner whatsoever thereto, and to make all contracts necessary for the proper transaction of business.
 - f) A member or members of the Executive Board shall have the power to interpret the Foundation Codes at any league game and make a decision with respect to such interpretation. Any such decisions shall be placed in the minutes of the next Managers Council meeting.
 - g) The Board of Directors shall have the power to suspend a Foundation member when it deems that said member has committed extreme acts of unethical behavior or unsportsmanlike conduct. The suspension shall last until the conclusion of the Ethics Violation process, as described in the SFSF Ethics Policy. Such acts include, but are not limited to:
 - 1) Physical fighting resulting in injury.
 - 2) Making death threats to any Foundation member.
 - 3) Making repeated prejudicial or derogatory comments.

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ARTICLE FOUR
Manager's Council

- 4.01 Manager's Council Members:** The Managers Council (the Council) shall consist of the manager or their appointed representative from each team that is a member in good standing of the Foundation, and the Board of Directors. Board Members may not act as a team's manager or representative during the Council meetings. Council members' term continues even after the season, until the next season's teams have filed for, unless the team advises the Foundation they do not plan to return, or they are expelled for any reason. Teams that have notified the Board that they will not return, been suspended or expelled do not count towards a quorum requirement. Returning teams council members can vote on current and past issues whereas new teams must pay a deposit prior to the first Managers Council meeting of the season to vote on new season business.
- 4.02 Meetings:** Meetings of the Council shall be held from time to time in conjunction with the meetings of the Board. The Board will call meetings with notice given and a tentative agenda to each member of the Council in person, by electronic mail, at least two days prior to the meeting.
- 4.03 Manner of Acting:** The act of a majority of the Council members present at a meeting at which a quorum is present shall be an act of the Council.
- 4.04 Compensation:** The Council members shall serve without compensation. Board members can be reimbursed for reasonable expenses and tasks outside of their Board position.
- 4.05 Duties of the Council:** The duties of the Council are:
- b) Serve as the body to receive grievances from members about players or teams about possible violation of the Foundation rules and, after hearing the grievance, to bring such grievance to the Board with recommendations of any penalties that may be assessed. This can be reviewed by the entire league, each division or each conference as the Board deems appropriate. (This function is not a protest committee for protests involving actual play of a game).
 - c) Perform any other duties that the Board may from time to time assign to the Council.
- 4.06 Voting Privileges:** On all matters brought before the Board Council at any meeting, each Board Council member shall be entitled to only one vote on each issue, with the exception of the Chairperson. In the case of a tie vote, the Chairperson shall be entitled to cast a tie-breaking vote. The Chairperson shall be entitled to vote on elections. Proxies will be allowed to be used by council members by a representative from that team.
- 4.07 Mandatory Meetings:** The Board, in its sole discretion, may declare any meeting mandatory. Any team that fails to send a representative to a mandatory meeting will be assessed a fine of \$100.00. The fine of \$100.00 must be paid before that team will be allowed to play its next scheduled game which if not paid and the season is in progress that game will be declared a forfeit.

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ARTICLE FIVE
Meetings

- 5.01 Managers Council meetings:** General or special meetings of the Managers Council may be called and convened by the Chairperson at any time.
- a) Time and place: The Chairperson shall determine the time and place of any general or special meeting.
 - b) Notice: Written notice of general and special meetings along with an agenda shall be mailed electronically to each manager of the Foundation at least two days prior to such meeting.
 - c) Quorum: Any general or special meeting of the managers shall require a quorum to establish sufficient authority for any issue to be decided by voting at such meeting.
 - d) Voting: All issues shall be decided by a majority of the total number of votes at a duly convened meeting for which a quorum has been established, except for changes to the Articles of Incorporation (Constitution), which require a 2/3 majority vote.
 - e) Abstentions: Abstentions shall not count towards the total number of votes.
 - f) Motions: Any voting member of the Council may present a motion for consideration.
 - 1) Sponsorship: Motions are attributed to members of Council and must have an individual member's sponsorship to be considered. A motion must be seconded by another Council member in order to vote on it.
 - 2) Motions to change Bylaws or the Articles of Incorporation: A motion to change the Bylaws or the Articles of Incorporation must be recommended at least one week in advance with written notification to the Board and the Bylaws Committee chair for proper consideration.
 - 3) Committee Motions: All motions from established committees must be presented in writing.
 - g) Addressing Council: The Chairperson, at his/her discretion may limit debate in one or more of the following ways:
 - a) To a specified amount of time per member on each motion.
 - b) To a specified amount of time without regard to individual limits.
- 5.02 Special Meeting:** Upon petition in writing by one-third of all team managers, the Chairperson shall call and convene a special meeting of the Managers Council. A team that has withdrawn or forfeited from the Foundation that season shall not count towards the total number of teams.
- 5.03 Annual Meeting:** The Annual Meeting of the Foundation shall be a Managers Council meeting held in Broward County.
- a) Place: The place of the Annual Meeting shall be determined by the Board.
 - b) Notice: Notice of the Annual Meeting along with an agenda shall electronically mailed to each manager of the Foundation at least two days prior to such meeting.
 - c) The Annual Meeting shall require a quorum to establish sufficient authority for any issue to be decided by voting at such meeting.

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- 5.04 Board meetings:** Meetings of the Board may be called and convened by the Chairperson at any time and place.
- a) Upon petition in writing by any one-third of the Board members, the Chairperson shall call and convene a meeting of the Board.
 - b) Notice: Notice of Board meetings, including the purpose of the meeting, shall be given to each Board member at least three days prior to such meeting. In the event that all Board members are present at any time and place, and choose to decide any question, the notice requirement shall be waived.
 - c) Quorum: Quorum shall be established by the attendance of at least 50 percent plus one of the Board officers.
- 5.05 Committee meetings:** Meetings of any committee may be called and convened by the Chairperson or by the committee chair at any time and place.
- 5.06 Robert's Rules of Order:** All Board and Council meetings are governed and conducted under Robert's Rules of Order, most revised edition, unless noted otherwise in these Bylaws.

ARTICLE SIX
Committees

- 6.01 Creation of a Committee:** The Chairperson shall designate all committees, select all committee chairs, and may serve as a voting ex-officio member of all committees as is deemed necessary to implement the Constitution and Bylaws.
- 6.02 Committee Term:** The term of each committee shall expire at the same time as the term of the appointing Chairperson expires.
- 6.03 Standing Committees:** The Foundation shall make every effort to renew the term of the following Standing Committees:
- a) Hall of Fame: The Hall of Fame members by a 2/3 vote may confer membership on any persons who have made significant contributions to the Foundation. Any Foundation member may nominate a member to the committee. SFSF member fees may be waived, reduced, or remain as all other based on a yearly determination by the Board.
 - b) Ethics Committee: The Ethics Committee will hear all reported ethics violations as described in the SFSF Ethics Policy and make recommendations for action to the Board.
 - c) Bylaws and Playing Rules Committee: The Bylaws and Playing Rules Committee shall review all issues concerning the Instruments of Governance of the SFSF and clarify ambiguities and make recommendations to the Council.

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- 6.04 Reports:** The committee chair, or any other member of the committee who is familiar with committee proceedings, may present a report to the Council describing the committee's work, findings, and recommendations.
- 6.05 Authority:** No action by any committee shall be binding upon or constitute an expression of the policy of the Foundation except with the approval of a majority of all Board members.
- 6.06 Removal of a Committee Member:** Any member of a committee may be removed by the Chairperson or by a majority of total Board members whenever, in their judgment, the best interest of the Foundation shall be served by such removal.
- 6.07 Dissolution of a Committee:** The Board may dissolve any committee. Any committee shall be dissolved when its work has been completed and its report accepted or when it has been determined that it is no longer necessary.

ARTICLE SEVEN
Finance

- 7.01 Funding:** The Foundation shall generate operating funds as are necessary to implement the Constitution and Bylaws.
- 7.02 Sponsor Fees:** Each team recognized by the Foundation shall be assessed a Sponsor Fee in an amount determined by the Board. This fee must be paid prior to the team's first regular season game.
- 7.03 Player Fees:** Each person who is a player or non-player listed on the official roster of a team recognized by the Foundation shall be assessed a player or non-player fee in an amount determined by the Board. The player fee for each player and non-player must be paid prior to the first week of their team's schedule play.
- 7.04 Associate Fees:** Each person who is an associate member shall be required to pay an associate fee in order to gain membership into the Foundation. The fee will be equal to the non-player fee set forth by the Board.

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- 7.05 Board Members Fees:** Board members will not be assessed player or non-player fees. In the event that a current Board member is no longer listed on the official roster of a team recognized by the Foundation, such member may be assessed the associate fee for the remaining period of such member's current term, barred if this member has already paid a player fee for that season.
- 7.06 Events:** The Foundation may sponsor events in order to generate operating funds.
- 7.07 Contributions:** The Foundation shall accept contributions.
- 7.08 Financial Institution:** The Foundation shall maintain such accounts in an accredited financial institution as are necessary to implement the Constitution and Bylaws.
- a) The Board shall determine the financial institution to be utilized.
 - b) Operating funds shall be deposited in such account(s) in a timely manner.
- 7.09 Fiscal Year:** The Foundation's fiscal year shall commence on January 1st of each year and end on December 31.
- 7.10 Disbursements:** All funds disbursed by the Foundation shall be in the form of a check prepared by the Treasurer. Each check shall be signed by two officers of the Board.
- 7.11 Indemnification of officers, directors and agents:** The Corporation does hereby save and hold harmless and indemnify each officer, director or agent of the Corporation against expenses reasonably incurred in connection with any action, suit or proceeding to which the officer, director or agent may be made a party by reason of being or having been an officer, director or agent of the Corporation while acting reasonably within the scope of their capacity as a officer, director or agent (whether or not he or she continues to be such at the time of incurring such expenses), except in relation to matters as to which he or she shall finally be adjudged in such action, suit or proceeding to be personally liable. The foregoing right of indemnification shall not be exclusive of other rights to which any officer, director or agent may be entitled as a matter of law. The Board may arrange for and pay the premium for appropriate insurance to cover against any liability asserted.
- 7.12 Donation to Charity:** The Foundation shall donate 10% of calendar year end balance to Charity of Board choice.

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ARTICLE EIGHT
Dissolution

- 8.01 Funds:** Upon dissolution of the Foundation, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board.

ARTICLE NINE
Amendments to Bylaws

- 9.01 Amendment:** These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority vote of all Board representatives voting at any properly convened Board meeting, as provided in the Bylaws.
- a) **Notice:** Amendments to the Bylaws must be recommended in writing at least one week before a Board meeting where the proposed change(s) would be voted on. Written notification must be sent to the Board for proper consideration.
 - b) **Existing Provisions:** Proposals to amend these Bylaws shall make explicit and detailed reference to any existing provision(s) which would be affected by adoption of the amendment.
 - c) **Agenda:** Proposals to amend the Bylaws must be listed on the agenda for the Board meeting where the proposal will be voted on.
- 9.02 Effective date of Amendments:** An amendment shall be effective immediately after a motion has been passed unless otherwise specified by the wording of the amendment.

ARTICLE TEN
Publication

- 10.01 Publication of the Bylaws, and Playing Rules of the Foundation:** The Bylaws and Playing Rules of the Foundation shall be published on the league's website. A written copy of Playing Rules will be provided to any Foundation member upon request.

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ARTICLE ELEVEN
Amendments

- 11.01** Article One 1.01 amended to include Sports Foundation of South Florida mission statement. All subsequent Articles advanced one number.
- 11.02** Article One 1.01 – section d added to define specific purpose
- 11.03** Article One 1.02 updated to include Sports Foundation of South Florida activities.
- 11.04** Article 3.11 updated to add verbiage from the Sports Foundation of South Florida's conflict of interest statement signed by all board members.
- 11.05** Article 7.10 Fiscal Year modified from The Foundation's fiscal year shall commence on January 1 of each year and end on December 31. For budget purposes, the year will be September 1st to August 31st.
- 11.06** Article 7.12 added regarding donation to charity