

ARTICLE I - TITLE

The name of this association shall be the *GROSSE ILE YOUTH RECREATION ASSOCIATION*. Reference to this association forth within this Constitution shall be *GIYRA*.

ARTICLE II - OFFICES

The principal and registered office shall be located in Grosse Ile, Michigan. The principal and registered office shall be known as *GIYRA CLUBHOUSE*. Located at 9303 Saratoga, Grosse Ile, MI. 48138

ARTICLE III - PURPOSE

This organization is formed primarily to develop, maintain and enhance sports and recreation programs to encourage certain types of sports and athletic endeavors, to promote the physical, mental and moral development and well being of youth by providing the means through which the individual youth should receive education and instruction in sports programs. The Association will be known as a non-profit organization which pledges all its assets to charitable purposes.

ARTICLE IV - AFFILIATION

Any particular sport organization or expansion of other associate units to this association are subject to the Constitution and By-laws of this body in so-far as they may prescribe the function and purpose of *GIYRA*.

ARTICLE V - MEMBERSHIP

Section 1

To receive approval of the Board, any associate unit wishing to become a member of *GIYRA* shall be apply to the Board, submit and receive approval of a Constitution and By-Laws and meet the requirements and conditions set forth in this Constitution and By-laws, which are attached here to, including regularly held unit board meeting and distribution of unit board minutes to each *GIYRA* Board member.

Section 2

Any associate unit representing a particular sport activity shall be function under the auspices, coordination and regulation of *GIYRA*.

Section 3

Each associate unit, in good standing, shall be a member who maintains their own Constitution and By-laws for self regulation.

ARTICLE VI - GOVERNMENT

Section 1-- Board of Directions

A Board of Directions shall consist of an EXECUTIVE DIRECTOR, SECRETARY, TREASURER, HAUNTED HOUSE MANAGER, and the PRESIDENT of each associate unit.

Section 2-- Executive Board

An Executive Board shall consist of an EXECUTIVE DIRECTOR, SECRETARY, and TREASURER.

Section 3-- Advisors

A representative of the Grosse Ile Township School District and one representative from the Grosse Ile Township Government may, upon the discretion of the *GIYRA* Board of Directors, serve on the Board in an advisory/liaison capacity.

Section 4-- Officers

At the annual meeting in January, an election of the EXECUTIVE DIRECTOR, SECRETARY, TREASURER, AND COMMISSIONERS shall be completed.

Section 5 -- Officers

The President, Secretary and Treasurer of each associate unit shall not concurrently hold an elected office of *GIYRA*. Should an individual who holds an elected position of a unit board seek to hold an elected office on *GIYRA*, it will require a 2/3 affirmative vote of the *GIYRA* Board, unanimous approval do the unit President and shall require election in accordance with Article VI, Section 6 of this Constitution.

Section 6-- Nominating Committee

A nominating Committee Chairperson shall be appointed from the Board of Directors, by the Executive Director of *GIYRA*. The committee shall consist of the Chairperson and on

representatives from each participating unit, appointed by that units' President. The Nominating Committee shall ascertain the willingness of the candidates to serve, if elected, and shall accomplish said nominations one (1) month prior to the January Annual *GIYRA* meeting. The Commissioners will serve two (2) consecutive terms, ending on alternate years. A maximum of four (4) consecutive years will be served in and one position. For additional service years, a 2/3 affirmative vote of the *GIYRA* Board shall be required for nomination.

Section 7-- Elections

Each associate unit board member in the attendance at the January Annual Meeting shall have one vote per office with the vote being conducted by secret ballot. The new Board Members, with the exception of the Commissioners, would be so elected and continue to serve until December 31 of the year elected.

Section 8 -- Calendar Year

The Calendar Year shall be so designated as January 1 through December 31. This shall also be considered the fiscal year.

Section 9 -- Vacancies

Upon resignation or other vacancies occurring on the Board of Directors, the vacancy shall be filled by appointment by the Executive Director if *GIYRA*, with approval by majority vote of the Board of Directors of *GIYRA*, by a 2/3 affirmative vote, within sixty (60) days of the vacancy, to serve the remainder of the existing term.

Section 10--Duties and Authority

The Board of Directors shall have the complete and sole power to determine policy, rules and decisions affecting *GIYRA* including all sub units and sports offered with consideration to the franchise of associate units. It is not the intent of *GIYRA* to unplug, impede, or intrude upon the administration of any individual association, but retains the right to do so. All such decisions shall be based upon a majority vote of the membership present at any meeting.

Section 11--Financial

All Moines earned by fund raisers, donations, assessed fees, or by any other means, shall be received and deposited in a common *GIYRA* Treasury. All *GIYRA* assets are pledged to charitable purposes. In the event the entire organization dissolves, all real and personal properties will revert to the benefit of the Township of Grosse Ile for the purpose of youth recreation.

Section 12-- Unit Budgets

The Treasurer of each associate unit shall present a budget to the *GIYRA* Board at a special “budget meeting” at the beginning of the fiscal year, date to be decided by Executive Director of *GIYRA* and agreed on by majority vote of the Board of Directors. This “budget meeting” is mandatory attendance by unit Treasurers and unit Presidents or their chosen representatives. These budgets will go before the combined boards for approval at the following *GIYRA* Board meeting. Any operating unit that anticipates they will exceed their approved budget must seek authorization from the *GIYRA* Board prior to any over spending of the approved total budget.

Section 13-- 501(c)(3) Status

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earning of the corporation shall insure to the benefit of or be distributions to its members, trustees, officers, or the others private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions of propaganda, or otherwise attempting to influence legislation and the organization shall not participate in or intervene in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for public office.

Notwithstanding and other provision of these Articles, the cooperation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, and any corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, and any corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, and any corresponding section of any future federal tax code, or shall be distributed to the federal government, or to the state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of competent jurisdiction to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

Article VII - MEETINGS

Section 1--Regular and Special

Regular meetings shall be held no less than eight (8) times a year. At the first meeting of the new fiscal year, the schedule of meetings of that fiscal year will be made by the Executive Director and approved by a majority vote of the *GIYRA* Board of Directors. Regular Meetings are mandatory attendance for all *GIYRA* Board of Directors. *GIYRA* Board of Directors (Presidents

and Managers) of associated units may choose to send one of the Executive Board Members from their unit to take the place of the *GIYRA* Board Member for any of the meetings with voting privileges, one (1) vote per unit at any meeting. Special meetings may be called by the Executive Director or Secretary or by petition of at least three (3) members of the *GIYRA* Board. At least three (3) days notice of the time, place, and purpose of the meeting shall be given to all members of the *GIYRA* Board of Directors. Special Board Meeting shall include at least two (2) of the Executive Board Members. Regular meetings shall be open to all board members of associate units. The Executive Director and/or Secretary shall prepare and distribute a schedule of board meetings for that fiscal year to all *GIYRA* Board Members and said schedule will be considered official until such revisions shall be distributed accordingly. Any Unit who does not have an Executive Board Member present at any two Regular Board Meetings as approved by the *GIYRA* Board at the first meeting of the fiscal year, shall lose that units voting privileges until two consecutive *GIYRA* Board Meetings are attended, at the second meeting the units voting privileges must be reinstated by the *GIYRA* Board. Voting privileges will resume at the next meeting (Regular or Special). The first January Meeting is excluded from this.

Section 2 --Executive Board Meeting

Upon discretion of the Executive Board, Executive Board Meetings will be held to quickly expedite emergency issues that may arise. *GIYRA* Board Members will be notified by phone, writing, and/other means necessary to resolve issues that may arise, by two-thirds (2/3) majority vote.

Section 3 -- Quorum

A quorum for *GIYRA* Board Meetings shall be not less than three (3) *GIYRA* Board Members.

ARTICLE VIII - AMENDMENTS

Section 1 -- Procedure

The constitution, or any section thereof, may be amended or appealed by a two-thirds vote of the *GIYRA* Board of Directors present at any duly constituted meeting, providing that written notice is received two (2) weeks prior to the meeting during which an actual vote is being taken.

Section 2 -- Record of Amendment

Upon approval of the GIYRA Board of Directors, the Secretary will record such changes in the minutes of the meeting during which such amendment is approved an official copy of the GIYRA constitution, either by restatement or by attaching such approved amendment thereto.

Section 3 -- Effective date

All duly approved changes shall take effect on the date stated in the amendment.