

## BYLAWS OF Palisades Pirates Youth Football Association

### ARTICLE ONE.

#### OFFICES

The Palisades Pirates Youth Football Association is a Pennsylvania domestic non-profit corporation whose principal office shall be located in Kintnersville, Pennsylvania.

### ARTICLE TWO.

#### OBJECTIVES

Section 1. *Purpose.* The Palisades Pirates Youth Football Association (hereinafter referred to as PPYF) is founded to promote and sponsor a program of ~~competitive~~ appropriate age and weight group football and cheerleading, combined with the teaching, training, and supervision of the training, and supervision of the ideals of sportsmanship, teamwork, scholastics, and development of good character.

Section 2. *Affiliations.* PPYF is affiliated with Bux-Mont Youth Football League and Pop Warner Little Scholars, Langhorne, PA and shall be subject to all Bux-Mont Youth Football League and Pop Warner rules and regulations as amended or restricted by these by-laws and League Playing Rules.

### ARTICLE THREE.

#### EXECUTIVE COMMITTEE

Section 1. *Elected Officers.* The PPYF Executive Committee shall consist of the following elected officers:

- President,
- Vice President,
- Secretary, and
- Treasurer

Section 2. *Election and Term of Office.* Election of PPYF Executive Committee Officers:

- shall be elected by the voting members of PPYF's membership, as defined in Article Eight of these By-Laws for a term of one (1) year.
- officers may be re-elected on a consecutive basis without limitations, ~~and~~
- newly elected officers shall assume their duties at the first PPYF meeting subsequent to their election to office, and.

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- the President will not be permitted to hold a head coaching position while in office. He/she may however hold a position as an assistant coach.

### ARTICLE FOUR.

#### BOARD OF DIRECTORS

Section 1. *Board of Directors.* PPYF shall be governed by a Board of Directors consisting of:

- PPYF Executive ~~Officers~~Committee,
- One (1) PPYF League Representative,
- One (1) ~~PPPY~~ PPYF Alternate League Representative,
- ~~Appointed PPYF Staff,~~
- Football Commissioner~~(s)~~,
- Cheerleading Commissioner~~(s)~~, and
- ~~Past President~~

Section 2. *Accountability.* ~~Appointed staff shall make monthly reports to the Board of Directors concerning their activities~~The Board of Directors shall adhere to and enforce all Pop Warner Little Scholars, Bux-Mont Youth Football League, and PPYF Association bylaws.

Section 3. *Background Checks.* The PPYF Board of Directors will have their required background check done before the ~~March~~February PPYF meeting.

### ARTICLE FIVE.

#### EXCECUTIVE COMMITTEE DUTIES AND POWERS

Section 1. *President.* The President shall:

- be the chief executive officer and shall preside at all meetings;
- appoint all committees and chairperson(s);
- be an ex-officio member of all committees except the nominating committee and, make other appointments as required;
- act as the general executive officer of PPYF and see that all orders and resolutions of the association are carried into effect, subject to the right of the Executive Committee to delegate any specific power(s);
- sign all checks, deeds, contracts, agreements, transfers and other instruments in writing which the Executive Committee may order to be executed, or which may be proper in conducting the business of the PPYF; and

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- generally perform such duties as are delegated and prescribed from time to time by the Executive Committee.

Section 2. *Vice President.* The Vice President shall:

- assist the President in the exercise of his/her duties and perform such other duties as may be assigned or delegated to him/her from time to time by the President;
- perform all functions and duties of the President if the President is absent or unable to act;
- generally perform such other duties as shall be delegated to him/her prescribed from time to time by the Executive Committee; and
- be the chairperson of the Disciplinary Committee.

Section 3. *Secretary.* The Secretary shall:

- attend all meetings of the members and the Executive Committee and act as clerk thereof, recording all notes and the minutes of all PPYF transactions in a book to be kept for that purpose and perform like duties for all committees of the board when required;
- see that all proper notice of all meetings is given;
- keep in safe custody the corporate seal of PPYF and affix the same to all written instruments properly executed on behalf of PPYF; and
- generally perform such other duties as are delegated and prescribed by the Executive Committee from time to time.

Section 4. *Treasurer.* The Treasurer shall:

- see that all proper accounts and records or receipts and disbursements are kept and maintained;
- supervise the funds of the PPYF in the approved depositories and insure that the monies of PPYF are kept in a separate account and credit if PPYF;
- disburse the funds of PPYF as ordered by Executive Committee, taking proper vouchers for such disbursements;
- render to the President and the Executive Committee when required, an account of all transactions and reports as to the financial condition of PPYF;
- oversee the filing of such returns, reports, forms and registration statements as may be required by federal, state and local taxing bodies, bureaus, departments, commissions and/or agencies; and
- perform such other duties as from time to time may be prescribed and delegated by the Executive Committee.

Section 5. *Terms.* Executive Committee directors shall be selected each year

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Section 6. *Powers.* The Executive Committee shall be paramount and have complete charge, control, and management of the business, property, affairs, and funds of PPYF. The Executive Committee shall delegate the responsibility and means of achieving the program to the Football Commissioner and the Cheerleading Commissioner who shall manage the football/cheer leading program on a daily basis. In addition to the powers and authorities by these bylaws expressly conferred upon their, the Executive Committee may exercise all powers of PPYF and do all such lawful acts and things as are not by statute of the articles of PPYF or by these bylaws directed or required to be exercised or done by the directors.

Section 7. *Quorum and Action.* A majority of the Executive Committee shall constitute a quorum for the transaction of business, and if a quorum is present, all action, except as otherwise required by statute, the articles of PPYF, or these bylaws, shall be taken by a majority vote of those directors present.

Section 8. *Compensation.* The directors of the Executive Committee shall not be entitled to compensation for serving in the capacity of the Executive Committee.

Section 9. *Removal of Directors.*

- For absences - If a director is absent from three (3) consecutive or (50) percent of the Executive Committee meetings for a year without justifiable reason in the opinion of the Executive Committee, they may declare Fisher office to be vacant.
- Other causes - The Executive Committee may declare vacant the office of a director if he/she declared of unsound mind by an order of court, or is convicted of a felony, or if within sixty (60) days after notice of their selection, they so not accept such office either in writing or by attending a meeting of the Executive Committee and fulfill such other requirements of qualifications as the bylaws may specify, or for nonfeasance or malfeasance in office.

Comment [LAD1]: Fisher Office???

### ARTICLE SIX.

#### FOOTBALL COMMISSION

Section 1. *Appointment.* The Football Commissioner shall be the chairman of the football commission who shall be selected for a one-year term by the football commission board at its organizational meeting.

Section 2. *Football Commission Board.* The remaining football commission board members shall consist of the two (2) coaches (Head Coach and one (1) Assistant Coach) from each sanctioned team who are selected as hereinafter provided, and the league representative (s).

Section 3. *Powers and Duties.* The Commissioner will have the overall authority and responsibility for daily management and control of the football program including, but not limited to the following:

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- Establish practice schedules.
- Provide approval for all practice, scrimmage, and bowl games in coordination with the Executive Committee and Football Commission.
- Any recommended changes in the Commissioner's program must be resolved by the Football Commission.
- The Commissioner may request assistance in any area he/she chooses.
- The Commissioner will select an assistant Commissioner who must be approved by the Football Commission Board, who in the absence of the Commissioner will assume the duties and responsibilities of the Commissioner.
- The Football Commission will abide by all rules set forth by the league.

Section 4. *Infractions and Conduct of Staff on the Field.* The Football Commission Board will review the conduct of all staff and any appropriate action will be taken. Such action could include one-game suspensions to full year suspensions. Conduct such as physical abuse of the players, fighting or drinking while supervising the players would constitute immediate suspension. Full year suspensions would require Executive Committee approval the following year before reinstatement could occur.

Section 5. *Infractions and Conduct of Players.* Conduct such as fighting and/or abusive language will be brought before the football commission for a hearing. If inappropriate conduct continues, suspension of the player for a game and possibly for the year will be considered. Full year suspensions would require Executive Committee approval for the following year before reinstatement could occur.

### ARTICLE SEVEN.

#### CHEERLEADING COMMISSION

Section 1. *Appointment.* The Cheerleading Commissioner shall be the chairman of the Cheerleading commission who shall be selected for a one-year term by the Cheerleading Commission Board at its organizational meeting.

Section 2. *Cheerleading Commission Board.* The remaining Cheerleading Commission Board members shall consist of the two (2) coaches (Head Coach and one (1) Assistant Coach) from each sanctioned team who are selected as hereinafter provided, and the league representative (s).

Section 3. *Powers and Duties.* The Commissioner will have the overall authority and responsibility for daily management and control of the Cheerleading program including, but not limited to the following:

- Establish practice schedules.
- Provide approval for all practice, scrimmage, and bowl games in coordination with the Executive Committee and Cheerleading Commission.

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- Any recommended changes in the Commissioner's program must be resolved by the Cheerleading Commission.
- The Commissioner may request assistance in any area he/she chooses.
- The Commissioner will select an assistant Commissioner who must be approved by the Cheerleading Commission Board, who in the absence of the Commissioner will assume the duties and responsibilities of the Commissioner.
- The Cheerleading Commission will abide by all rules set forth by the league.

Section 4. *Infractions and Conduct of Staff on the Field.* The Cheerleading commission board will review the conduct of all staff and any appropriate action will be taken. Such action could include one-game suspensions to full year suspensions. Conduct such as physical abuse of the players, fighting or drinking while supervising the players would constitute immediate suspension. Full year suspensions would require Executive Committee approval the following year before reinstatement could occur.

Section 5. *Infractions and Conduct of Players.* Conduct such as fighting and/or abusive language will be brought before the Cheerleading commission for a hearing. If inappropriate conduct continues, suspension of the player for a game and possibly for the year will be considered. Full year suspensions would require Executive Committee approval for the following year before reinstatement could occur.

### ARTICLE EIGHT.

#### MEMBERSHIP

Section 1. *Terms.* Membership shall be valid for a period of one fiscal year commencing at the time of sign-up.

Section 2. *Eligibility.* Membership shall be open to any natural person, 18 years of age or older, regardless of race, creed, color, sex or national origin.

- Active Members ó Automatically a member who is a parent or legal guardian of any properly enrolled child of the PPYF association.
- Social Members ó Any person meeting eligibility and not having a child properly enrolled in the association. This type of member must apply for membership to the Secretary of PPYF, or in such manner designated by the Executive Committee. Social members shall be elected by a majority vote of the membership.

Section 3. *Dues.* The membership may determine initiation fee, annual dues, and/or special assessments, if any, payable by the association.

Section 4. *Expulsion.* By affirmation vote of 2/3 of the Board of Directors present at a duly constituted meeting may expel a member from PPYF for cause after notice as set forth here and after an appropriate hearing. A written notice containing the reasons and causes for the proposed expulsion shall be mailed by ordinary mail and certified mail,

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return receipt requested, to the member at least ten (10) days prior to the scheduled hearing.

Section 5. *Termination.* By affirmation vote of 2/3 of the Board of Directors present at a duly constituted meeting may terminate a member from PPYF who shall default in payment of any dues, fees, or assessments after having first mailed by ordinary mail a written notice of the intended action at least ten (10) days prior to the scheduled meeting.

Section 6. *Reinstatement.* Upon written request signed by an expelled or terminated member filed with the Secretary, by affirmative vote of 2/3 of the Board of Directors present at a duly organized meeting, reinstate such former member to membership upon such terms as the board of directors may deem appropriate.

### ARTICLE NINE.

#### COMMITTEES

Section 1. *Standing Committees.* The duties and functions of Standing Committees shall be determined from time to time at regular meetings of PPYF. The President shall appoint members to serve on Standing Committees at the January meeting of each year, and the appointees shall serve on the committees until the following January meeting. Standing Committees shall be defined, with roles and responsibilities, as the following:

- Audit - Audit Committee shall be appointed by the President. The committee shall consist of 3 members. The Audit Committee shall submit an audit report to the PPYF Board of Directors. An audit shall be required for, but not limited to, any of the following scenarios:
  - a. annual audit report to be presented at the scheduled March PPYF meeting,
  - b. a change in the office of the Treasurer prior to the end of the office term, and
  - c. as required by the President and/or Board of Directors.
- Banquet ó the Banquet Committee shall be responsible for:
  - a. researching banquet facilities and prices in order to schedule annual banquet and presenting said information to PPYF board for approval,
  - b. researching and presenting participant trophies and special recognition plaques and presenting said information to PPYF board for approval, and
  - c. upon approval of the above, procuring and delivering the awards to the banquet
- Concessions ó the Concessions Committee shall be responsible for the acquisition of food and drink supplies, sales during home games, and scheduling of volunteers of the concession stand as deemed necessary by the PPYF board.
- Disciplinary ó the Disciplinary Committee shall investigate and review all rule infractions reported to PPYF and be further defined under the following:

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- a. chaired by the Vice President and the appropriate commissioner (football or cheer) and the appropriate commission board,
  - b. investigate all reported violation(s) pertaining to football or cheer related matters,
  - c. committee chairperson shall recommend to the PPYF President the necessary action the committee considers appropriate on the reported violation (s), if any action is needed,
  - d. after a review with the PPYF President, the committee chairperson will notify the individual(s) of the action taken, and
  - e. the committee shall the report action to the PPYF Board of Directors at the next PPYF meeting.
- Fundraising ó The Fundraising Committee shall be responsible for, but not limited to:
    - a. sales of apparel, and any merchandise or means to generate revenue for PPYF,
    - b. presenting the agenda for fundraising activities for the upcoming season at the March meeting, and
    - c. keeping appropriate inventory and reporting on activities at the PPYF monthly meetings.
  - Picture ó The Picture committee shall research various photographers and present to PPYF for approval. A decision on which photographer that will be used for the upcoming season should be done by the April meeting.
  - Public Relations/Sponsorship - The Public Relations / Sponsorship Committee shall be responsible for:
    - a. preparing and distributing solicitation forms for corporate sponsorships to local businesses, and
    - b. distributing advertisements for sign-ups, notices of activities of PPYF, and support the Fundraising Committee where needed.
  - Punt, Pass & Kick (PP&K) ó The PP&K committee shall be responsible for coordinating, registration, and scheduling, of the PP&K event. The Committee must also tally and report results to Bux-Mont League within time constraints.
  - Nomination - At the October meeting of each year, the Presiding Officer shall appoint a Nomination Committee consisting of three (3) members who shall establish and propose a ticket of eligible members as nominees for the elective offices. Nominations may also be made from the floor at the December regular meeting.

At the November meeting, the committee shall submit in writing, the proposed ticket of nominees. The Presiding Officer shall open nominations for office and the

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members present shall move and vote to accept or reject any or all nominees proposed on the ticket.

- Team Parent ó The Team Parent Committee shall be defined under the following:
  - a. chaired by a head team-parent who will oversee each team's team parent and relay and disseminate all information to the parents of all players, and
  - b. responsible for gathering all necessary paperwork required for assembly of books required to be submitted to the League by required due date.

Section 2. *Special Committees.* The President may establish and appoint members to serve on Special Committees to execute specific duties and functions. Appointees shall serve on Special Committees until discharged by the President.

Section 3. *Committee Reports.* All committees shall present progress at every regular meeting of PPYF. At the January meeting of each year, each Standing Committee shall submit a written report summarizing its activities of the previous year. Any Special Committee shall submit a final report in writing prior to discharge.

Section 4. *Committee Funds.* Any committee requiring the expenditure of PPYF monies, shall be allocated such monies by adoption of the more to that effect. The motion to allocate shall specify the amount and the purpose of the monies.

Comment [LAD2]: Does this make sense?

Section 5. *Discharge.* No committee shall be discharged until all debts contracted by the committee are paid, all assets are turned over to PPYF, and all its obligations are satisfied

Section 6. *Committee Action.* No action shall be taken by any committee without the approval of a majority of the committee members.

### ARTICLE EIGHT.

#### ELECTIONS

Section 1. *Timing.* The election of officers shall be held at the December regular meeting at the time prescribed by the Order of Business. The vote shall be taken by ballot.

Section 2. *Election Tellers.* The Presiding Officer shall appoint up to three (3) tellers to conduct the election, count the votes on the ballots, and announce the election results. The tellers shall be members who are not candidates for any office.

Section 3. *Eligibility.* Every member of PPYF shall be entitled to one (1) vote. Provided, however that to qualify for voting the member must have attended eight (8) meetings of the membership in the prior twelve (12) month period. No member shall sell their vote for money or anything of value. Upon request of a member, the books of records of the membership shall be produced at any regular or special meeting of the membership. If at any meeting the right of a person to vote is challenged, the presiding

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officer shall require such books or records to be produced as evidence of the right of the person challenged to vote, and all persons who appear by such books or records to members entitled to vote may vote. The right of a member to vote, and his/her right, title and interest in or to the corporation or its property shall cease on expulsion from the corporation as provided herein or upon determination of his/her membership.

Section 4. *Absentee Voting.* Any member, who is eligible to vote, and who is unable to be present at a meeting at a meeting of PPYF wherein an election of officers is conducted, shall be permitted to vote by absentee ballot provided such member submits his/her ballot to the Secretary before the election is conducted at that meeting.

Section 5. *Votes and Ties.* The candidate receiving the highest number of votes for any office shall be declared elected to that office. When two (2) or more candidates receive an equal number of votes for the same office, another ballot containing only the tied candidates for that office shall be ordered and immediately taken.

Section 6. *Conflict of Office.* No member shall simultaneously hold two (2) or more elective offices. Immediately upon the occurrence of a conflict of office at the December elections, the officer-elect in conflict shall state aloud which office he/she shall decline, and the Presiding Officer shall immediately re-open nominations for that office and hold elections.

Section 7. *Vacancy of Office.* Should a vacancy of office occur by resignation or otherwise, nominations shall be made and an election held at the first meeting after such vacancy occurs.

Section 8. *Terms of Officers.* The members at their annual meeting shall elect for a one-year term the President, Vice President, Secretary, Treasurer and such other officers and/or assistant officers as the needs of PPYF may require.

### ARTICLE NINE.

#### MEETING OF MEMBERS

Section 1. *Regular Meetings.* Regular meetings of the members shall be held on the last Wednesday each month at 7:00 p.m. with notification given by the Secretary per of the duties outlined in Article Five, Section 3.

Section 2. *Annual Meeting.* The annual meeting of the membership shall be held on the last Wednesday of December each year. The meeting will commence promptly at 7:00 p.m. when the members shall elect the officers of the corporation and transact such other business as may properly be brought before the meeting.

Section 3. *Special Meetings.* Special meetings of the members may be requested at any time by the President or upon written request directed to the Secretary and signed by three (3) members of the Executive Committee or eight (8) active members of PPYF. The Secretary shall fix the time of the meeting to be held not more than sixty (60) days after

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the receipt of the request and the secretary shall give written notice of the time and place of the meeting and specify the general nature of the business to be transacted at said meeting by written notice at least five (5) days prior to the day named for the meeting.

Section 4. *Interim Seasonal Meetings.* To begin the second week of August on each Wednesday at 8:15 pm. The purpose of this meeting will be to discuss any matters relevant to the association needing attention prior to the next regular meeting. Should no topics need discussion the President may elect to forgo said weekly meeting.

Section 5. *President Pro Tem.* In the absence of both the President and the Vice-President at a regular or special meeting, a President Pro Tern shall be chosen by a majority of the members present, he/she shall assume the duties of the President for that meeting.

Section 6. *Vote to Adopt.* Unless a vote by ballot is in order as specified in these bylaws, the consensus of the vote shall be taken by the ayes and nays or by the show of hands, whichever is sufficient to determine the consensus.

Section 7. *Quorum at Membership Meetings.* The presence in person of five (5) of the members entitled to vote shall constitute a quorum at all meetings of the members for the transaction of business. The members present at duly organized meeting can continue to do business until adjournment, non-withstanding the withdrawal of enough members to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by statute, adjourn the meeting to such time and place as they may determine. In the case of a meeting called for the election of officers, those who attend a second of such adjourned meeting, although less than a quorum as fixed in this section shall nevertheless constitute a quorum for the election of officers. In the case of any meeting called for any other purpose, those who attend the second of such adjourned meetings, although less than a quorum as fixed in this section, shall nevertheless constitute a quorum for the purpose of acting upon any resolution or other matter if written notice of such second adjourned meeting, stating that those members who attend shall constitute a quorum for the purpose of acting upon such resolution or other matter, is given to each member of record entitled to vote at least ten (10) days prior to the day named for the second adjourned meeting.

### ARTICLE TEN.

#### POLICY OF ASSOCIATION MONIES

Section 1. *Payment of Bills.* The Treasurer shall pay all bills of the corporation when the said bills are received. Bills will be paid by check and no check shall be legal tender without the signature of both the President and Treasurer.

Section 2. *Fiscal Year.* The fiscal year of the corporation shall be from January 1st of a given year to December 31st of the same year. The financial books and records of the

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company shall be audited every fiscal year by a committee of members selected by the President in accordance with Article Nine.

Section 3. *Purchases.* No item that exceeds the cost of one hundred (\$100.00) shall be purchased by the corporation, unless the purchase of the said item is proposed at a regular meeting of the corporation, and is approved by a majority of tin members present.

Section 4. *Emergency Action.* When immediate action is required for the purchase, repair or replacement of any corporation equipment or property, exceeding the cost of one hundred dollars (\$100.00), the President shall convene a special meeting and the members present shall determine the course of action.

### ARTICLE ELEVEN.

#### ADULT BEHAVIOR

Section 1. *Behavior at Events/Practice.* At any PALISADES PIRATES Youth Football League and Pop Warner event, practice, or competition, any adult who: 1) verbally abuses; 2) attempts to intimidate; 3) is flagrantly rude, or 4) cannot control their language or actions with an official, coach, or Pop Warner volunteer will be asked to leave the Pop Warner event. He or she will receive (as a minimum) a written warning regarding their behavior. This penalty could be up to and including a permanent dismissal from the Association, League and Pop Warner. His or her children may be removed from the Pop Warner event and/or team.

Section 2. *Banishment.* An adult that commits a similar offense will be banned from Association, League and Pop Warner events for the remainder of that season and their children may be removed from Pop Warner for the remainder of that season. This could be made stricter by a permanent removal of the adult and children from Pop Warner.

Section 3. *Physical Assault.* Any adult who physically assaults an official, coach, or Pop Warner volunteer will be banned from Pop Warner and their children may be removed from the Pop Warner program for a minimum of one year from the date of the offense. The children, if removed, may not participate in another Pop Warner Association during the sanction period. After a minimum of one year, the parent may apply for reinstatement and for that of his or her children. If the adult commits a second offense, he or she will be permanently banned from Pop Warner and the children may be permanently removed from Pop Warner. The term physical assault includes, but is not limited to: hitting, slapping, pushing, spitting, kicking, or striking in any way with any part of the body or any physical implement.

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### ARTICLE TWELVE.

#### BACKGROUND CHECKS

Section 1. *Contact with Youth.* All league and association officers, board members, coaches, and any volunteer with direct contact with the youth shall have a league approved criminal background check done annually.

Section 2. *Responsibility.* The responsibility of submitting the paperwork to the state for the background checks and any associated cost will be the individual for which the background check is being performed. The individual will also be responsible for delivering the information to PPYF President or so designated individual.

Section 3. *Review.* The PPYF President or designated individual will review all background checks and shall report to the League President. The initial approval is given by the PPYF President, who will submit all names to the League Board of Directors for final acceptance or rejection at the next league meeting. No individual will have direct contact with the youth until initially approved by the President.

### ARTICLE THIRTEEN.

#### AWARENESS CERTIFICATION

Section 1. *Required Attendance.* All PPYF officers, board members, coaches, and any volunteer with direct contact with the youth shall attend a league approved awareness clinic at least once every three (3) years.

Section 2. *Tracking.* The President will maintain a complete list of individuals that have attended an awareness clinic. A list will be given to the League Vice President of Football Operations and to the League Vice President of Cheerleading for roster verification.

Section 3. *Delivery of Awareness Clinics.* Only the PPYF League approved personal will be permitted to present the required awareness clinic.

Section 4. *Prior Season Offenses.* Any individual suspended or receiving a letter of warning or reprimand for any reason must attend the PPYF League awareness clinic the following year. Failure on the part of the individual to attend will result in a banned from participation of all League and Association functions. Parents who have agreed to attend this clinic and fail to do so will also be banned from participation along with any children they may have in the program.

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### **ARTICLE FOURTEEN.**

#### **CHAIN OF COMMAND**

All individuals within PPYF will follow the proper procedure (chain of command) to handle any and all problems, questions, or other matters that the individual may have. The proper procedure will be as follows:

- a. Head Coach, if the matter concerns a football or cheerleading matter,
- b. Cheer Commissioner for all cheerleading matters or Football Commissioner for all football matters,
- c. President, and
- d. League Representative.

### **ARTICLE FIFTEEN.**

#### **BYLAW REVISIONS/AMENDMENTS**

By-laws may be adopted, amended or replaced by the vote of the members. A majority of the vote, which all members present are entitled to cast thereon at any regular or special meeting duly convened after notice to the members for that purpose.

### **ARTICLE SIXTEEN.**

#### **BOOKS, RECORDS, REPORTS**

PPYF shall keep an original or duplicate record of the proceedings of the members and directors, the original or copy of its by-laws, including all amendments thereto date certified by the Secretary PPYF, and an original or duplicate membership register, giving the names, addresses and details of the membership of each member. PPYF shall also keep appropriate, complete and accurate books and records of account. The records provided herein shall be kept either in the custody and control of the proper officer in charge of such record, to-wit, Secretary or Treasurer of PPYF.

### **ARTICLE SEVENTEEN.**

#### **DISOLUTION STATEMENT**

Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of PPYF, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations that have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

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