

BYLAWS of the NEVADA UNION JUNIOR MINERS INC. (NUJM)

ARTICLE I. PRINCIPAL OFFICE

Section 1.01. The board of directors shall fix the location of the principal executive office of the corporation, Nevada Union Junior Miners, Inc., at any place within or outside the State of California. If the principal executive office is located outside this state, and the corporation has one or more business offices in this state, the board of directors shall fix and designate a principal business office in the State of California.

Section 1.02. The board of directors may at any time establish branch or subordinate offices at any place or places where the corporation is authorized to do business.

ARTICLE II. PURPOSE

Section 2.01. Purpose Clause. The organization is organized exclusively for charitable, religious, educational, or scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2.02. The additional purpose of this corporation is to coordinate and foster the development of youth football and cheer activities in the Grass Valley area of California.

ARTICLE III. DISSOLUTION

Section 3.01. Dissolution Clause. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purposes.

Section 3.02. Distribution of Property and Funds upon Dissolution. Upon dissolution of this corporation, and after satisfaction of all outstanding debts and claims, the Board of Directors shall distribute the property of the corporation to other organizations maintaining an objective similar to that set forth herein. Preference shall be given to other local youth football and cheer associations.

ARTICLE IV. MEMBERS

Section 4.01. The Corporation shall have two classes of non-voting members as defined in this section:

- (a) **Members** - A member's membership begins when registered in one of two sport groups (football & cheer) and paid in full as a participant and terminates at the end of each season annually when league play has been completed. A member must have played or participated to have the right of membership in the previous year or season. Any person or persons who did not participate either as a parent or player in the previous year or season is deemed to have no membership rights. Members are required to keep mailing address current and all contact information and email addresses updated with the board.
- (b) **Player members** - any player in one of two sport groups (football or cheer) meeting the requirements of Nevada Union Junior Miners, Inc. (NUJM) and/or SYF or the league to which it is a member, regulations regarding age,

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weight, and residence shall be eligible to compete for participation, but shall have no rights, duties, or obligations in the management or in the property of this corporation.

Section 4.02. Any action, which would otherwise require approval by a majority of all members or approval by the members, shall require only approval of the Board of Directors. All rights, which would otherwise vest under the Nonprofit Public Benefit Law in, the members shall vest in the Directors.

Section 4.03. Membership in the corporation may be suspended or terminated by action of the Board of Directors. The Board of Directors, by a 2/3 vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend or terminate the membership of any member whose conduct is considered detrimental to the best interests of the corporation. The member involved shall be notified of such meeting, informed of the general nature of the suspect conduct, and given an opportunity to appear at such meeting to answer. In the case of a Player Member, the Board of Directors shall give notice to the Head Coach of the team of which the player is a member. The Head Coach shall appear in the capacity of an advisor with the player before the Board of Directors. The Board of Directors shall have full power to suspend or revoke such player's/parents right to future participation in the corporation's football program.

Section 4.04. Loss and Termination of Membership. The Board of Directors is empowered to suspend or expel from NUJM (SYF) any member: whose conduct and/or ability as a member is such as to reflect unfavorably upon NUJM or SYF. Who is officiating for any organization that is in direct competition or conflict with NUJM or SYF. Who is soliciting games for themselves or other organizations that conflict with NUJM or SYF, Who violates the social media policy in NUJM or SYF or any league or program policy, head coach rules or regulations.

Section 4.03. Appeals Process. Any member who is suspended or expelled may appeal the Board of Directors decision. The suspension or expulsion will remain in effect during the appeal process. The member who is suspended or expelled may appeal the decision within 30 days of the suspension or expulsion. This appeal must be in writing (email is acceptable) and is to be communicated directly to the Board Secretary as well as the Board President via "cc". Upon receipt of the formal appeal, the Board President will call a meeting of the board of directors to discuss the merit of the appeal. The suspended or expelled member is entitled to be present at this meeting to present facts and answer questions relative to the original decision or the appeal itself. The member will be provided a maximum of twenty (20) minutes to present any information he or she deems relevant. If the member desires to have to have an attorney present at the meeting he or she shall provide at least 15 days written notice so the Board of Directors can have their attorney present if so desired. Board of Directors may video this meeting at their discretion. At the conclusion of the meeting, the Board of Directors will then vote in a closed session to either uphold or rewind the suspension or expulsion. The Board Secretary or Board President will inform the affected member in writing (email is acceptable) of the Board of Director's decision with in 7 days of the closed session vote results.

Section 4.04. Reinstatement. Any individual suspended from membership may seek reinstatement after two years from the date of suspension. The individual shall present to the Board of Directors a petition signed by ten active members of the Sport Group (Football or Cheer) requesting reinstatement. As a condition precedent to any reinstatement, the

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individual shall repay to NUJM / SYF any and all fees, costs, or expenses due or outstanding whether a result of a levy, judgement, court order, or otherwise imposed. If the preceding conditions are satisfied and if favorably acted upon by the majority of the Board of Directors, the condition of the reinstatement shall be determined by the Board of Directors and shall not exceed one year, after which the Board of Directors, shall consider any further action.

ARTICLE V. DIRECTORS

Section 5.01. Number and Members. The authorized number of directors in the Board of Directors shall be no less than three (3) and not more than eleven (11) voting members until changed by amendment to this bylaw. The voting Board of Directors shall consist of President, Vice President, Secretary, Treasurer, Cheer Coordinator, Football Coordinator, Volunteer Coordinator, Fundraising Coordinator, Equipment Coordinator, & Snack Shack Coordinator. The board may appoint non-voting members at large to sit in on non-voting board meetings. These non voting Board members will be held to the same standards as voting Board Members.

- (a.) **General corporate powers.** Subject to the provisions of the California Nonprofit Corporation Law and any limitations in the articles of incorporation and these bylaws relating to action required to be approved by the members, the business and affairs of the corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors.
- (b.) **Specific powers.** Without prejudice to these general powers, and subject to the same limitations, the directors shall have the power to:
 - (1.) Select and remove all officers, agents, and employees of the corporation; prescribe any powers and duties for them that are consistent with law, with the articles of incorporation, and with these bylaws; and fix their compensation.
 - (2.) Change the principal executive office or the principal business office in the State of California from one location to another; cause the corporation to be qualified to do business in any other state, territory, dependency, or country and conduct business within or without the State of California; and designate any place within or outside the State of California for the holding of any members' meeting or meetings, including annual meetings.
 - (3.) Adopt, make, and use a corporate seal; prescribe the forms of membership certificates, and alter the form of the seal and certificate.
 - (4.) Borrow money and incur indebtedness on behalf of the corporation and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecation's, and other evidences of debt and securities

Section 5.03. Election and Term of Office. The directors shall be elected by a

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majority vote by the acting or previous Board of Directors, elected by a majority vote at each

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annual meeting of the directors to hold office until the next annual meeting. Each director, including a director elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until a successor has been qualified and elected. Directors may be related, but may not hold the offices of both the offices of President and Vice President or President and Secretary during the same year if elected. A director may succeed himself/herself in such office.

Section 5.04. Vacancies.

(a.) Events causing vacancy. A vacancy or vacancies in the board of directors shall be deemed to exist on the occurrence of any of the following:

- (1.)** The death or resignation of any director.
- (2.)** The declaration by resolution of the board of directors of a vacancy of the office of a director who has been declared of unsound mind by an order of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty under sections 5230 and following of the California Nonprofit Corporation law.
- (3.)** The vote of the majority of directors to remove a director.
- (4.)** An increase in the authorized number of directors.

(b.) Resignations. Except as provided in this paragraph, any director may resign, which resignation shall be effective on giving written notice to the chairman of the board, the president, the secretary, or the board of directors, unless the notice specifies a later time for the resignation to become effective. If the resignation of a director is effective at a future time, the board of directors may elect a successor to take office when the resignation becomes effective. No director may resign when the corporation would then be left without a duly elected director or directors in charge of its affairs.

(c.) Filling of vacancies. Vacancies in the board of directors shall be filled by a vote of a majority of remaining directors then in office even though less than a quorum, or by the sole remaining director.

Section 5.05. Discipline. The Board of Directors shall have the power to discipline, suspend or revoke any director, officer, member or committee member of the corporation in accordance with the procedure set forth in Article IV, Section 4.03.

Section 5.06. Policy Issues & Voting. All issues concerning the policies and operations including as set forth herein of the corporation shall be decided by a vote of the Board of Directors. The majority of those present at a duly constituted meeting shall carry no motion without a majority vote. Each member of the Board of Directors shall be entitled to cast one vote on any matter of business. Voting members are as follows: President, Vice President, Secretary, Treasurer, Cheer Coordinator, Football Coordinator, Equipment Manager, Volunteer Coordinator, Fundraising Coordinator, Snack Shack Coordinator, and Member at Large. In the event a position is not filled by March 1st, that position will be considered an auxiliary

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position only with no voting rights. All other board positions will be considered auxiliary positions and have no voting rights.

Section 5.07. Meetings.

- (a.) **Call of Meetings.** The President, or any Vice President, or any two directors of the corporation may call meetings of the Board.
- (b.) **Place of Meetings.** Regular or special meetings of the Board of Directors shall be held at the principal executive office of the corporation. Special meetings of the Board shall be held at the location specified in the notice of the meeting or, in the absence of such specification, at the principal executive office of the corporation. The Board is authorized to designate, from time to time, by duly adopted resolution, a place or places other than those specified above as the place for regular or special meetings of the Board.
- (c.) **Annual Meeting.** Unless the Board of Directors fixes another date and notifies each director as provided herein below, the annual meeting of directors shall be held no later than January 31st each year. At such annual meeting the directors shall be elected and any other proper business may be transacted.
- (d.) **Other Regular Meetings.** Other regular meetings of the Board of Directors shall be held without call at such time as shall from time to time be fixed by the Board of Directors. Such regular meetings may be held without notice.
- (e.) **Notice of Meetings.** Notice of regular, special or closed meetings or of an annual meeting held on a date different than that specified in subsection (c) shall be given to each director by first-class mail, postage prepaid, at least four (4) days in advance of the meeting or delivered in person or by email at least forty-eight (48) hours in advance of the meeting.
- (f.) **Waiver of Notice.** Notice need not be given to any director who signs, before or after the meeting, either a waiver of notice, consent to the holding of the meeting, or an approval of the minutes of the meeting, or who attends the meeting without protesting the lack of notice prior to or at the commencement of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting to which they pertain.
- (g.) **Quorum.** A majority of the authorized number of directors constitutes a quorum of the Board for the transaction of business except as hereinafter provided.
- (h.) **Transactions of Board.** Except as otherwise provided in the Articles, in these Bylaws, or by law, every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present is the act of the Board, provided, however, that any meeting at

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which a quorum was initially present may continue to transact business notwithstanding the withdrawal of directors if any action taken is approved by at least a majority of the required quorum for such meeting.

- (i.) **Adjournment.** A majority of the directors present at any meeting, whether or not a quorum is present, may adjourn the meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of the adjournment to another time or place must be given prior to the time of the adjourned meeting to the directors who were not present at the time of the adjournment.
- (j.) **Conduct of Meetings.** The President, in his/her absence, may appoint a director to preside over meetings of the Board of Directors. The Secretary of the corporation or, in the Secretary's absence, any person appointed by the presiding officer shall act as Secretary of the Board. Board members may participate in any such meeting through the use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another. Such participation constitutes personal presence at the meeting. The Secretary will be responsible for maintaining corporate records, including notices, minutes, resolutions, etc.
- (k.) **Compensation.** Directors and members of committees shall receive no compensation for their services, but shall receive reimbursement for their expenses as shall be determined by the board to be just and reasonable.
- (l.) **Committees.** The Board of Directors may, by resolution adopted by a majority of the directors then in office, designate such committees as it deems necessary or desirable and to delegate to them such powers as the Board of Directors, may deem advisable.
- (m.) **Rules.** Roberts Rules of Order, revised, shall govern all proceedings of this organization and its constitutional parts, except as otherwise provided by these bylaws.

ARTICLE VI. OFFICERS

Section 6.01. Officers. This corporation shall have a President, a Vice President, a Secretary, Treasurer (or Secretary/Treasurer), and such other officers as the Board of Directors may from time to time designate and appoint. One person including the President and Vice President, and Secretary may hold any two or more offices except that one person may not hold both the offices of President and Vice President or President and Secretary. Office of Vice President and any office designated by the Board may be left unfilled for any period in the discretion of the Board.

Section 6.02. Election of Officers. The officers of the corporation, except those appointed in accordance with the provisions of Section 5.03, shall be elected by the Board of Directors, and each shall serve at the pleasure of the board, subject to the rights, if any, of an officer under any contract of position.

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Section 6.03. Subordinate Officers. The Board of Directors may appoint such other officers as the business of the corporation may require, each of whom shall hold office for such period and have such authority and perform such duties as are provided in the bylaws, or as the Board of Directors may from time to time determine.

Section 6.04. Removal of Officers. Subject to the rights, if any, of an officer under any contract of employment, the Board of Directors at any regular or special meeting of the board may remove any officer, with or without cause.

Section 6.05. Resignation of Officers. Any officer may resign at any time by giving written notice to the corporation. Any resignation shall take effect on the date of the receipt of that notice or at any other time specified in that notice. Unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective.

Section 6.06. Vacancies in Office. A vacancy in any office shall be filled only in the manner prescribed in these bylaws.

Section 6.07. Responsibilities of Officers.

- (a.) **President.** The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the affairs and activities and the officers of the corporation. He/She shall have the general powers and duties of management usually vested in the office of the president of a corporation, and shall have such other powers and the Board of Directors or the bylaws may prescribe duties as. President shall preside at all meetings of the members and at all meetings of the Board and can give notice and distribution if Secretary is unavailable.
- (b.) **Vice President.** The Vice President, or the Vice Presidents in the order of their seniority, may assume and perform the duties of the President in the absence or disability of the President or whenever the office of President is vacant, and shall perform such other duties and have such other powers as the Board or the President shall from time to time designate.
- (c.) **Secretary.** The secretary shall keep or cause to be kept, at the principal executive office or such other place as the board of directors may direct, a book of minutes of all meetings and actions of directors and committees of directors, with the time and place of holding, whether regular or special and, if special, how authorized, the notice given, the names of those present at the directors' meetings or committee meetings, and the proceedings. She/he shall give, or cause to be given, notice of all meetings of the board of directors if required by the bylaws or by law to be given, and shall have such other powers and perform such other duties as may be prescribed by the board of directors or the bylaws. She/he shall also be responsible for the preparation and distribution of any and all notices given by the board to the players and/or parents of players.
- (d.) **Treasurer.** The treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the corporation, including accounts

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of its assets, liabilities, receipts, disbursements, gains and losses. She/he shall deposit all monies and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the board of directors. She/he shall disburse the funds of the corporation as may be ordered by the board of directors, shall render to the president and directors, whenever they request it, an account of all of her/his transactions as treasurer and of the financial condition of the corporation, and shall have other powers and perform such other duties as may be prescribed by the board of directors or the bylaws. If required by the board of directors, the treasurer shall give the corporation a bond in the amount and with the surety or sureties specified by the board for faithful performance of the duties of her/his office and for restoration to the corporation of all its books, papers, vouchers, money, and other property of every kind in her possession or under her control on her death, resignation, retirement, or removal from office.

ARTICLE VII. EXECUTION OF INSTRUMENTS

Section 7.01. The Board of Directors may, in its discretion, determine the method and by resolution designate the signatory officer or officers, or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except where otherwise provided by law, and such execution or signature shall be binding on the corporation including bank accounts.

ARTICLE VIII. CORPORATE RECORDS AND REPORTS

Section 8.01. Maintenance of Articles and Bylaws. The corporation shall keep at its principal office the original or a copy of the articles and bylaws as amended to date.

Section 8.02. Maintenance of Other Corporation Records. The accounting books, records, and minutes of proceedings of the board of directors and any committee(s) of the board of directors shall be kept at such place or places designated by the board of directors, or, in the absence of such designation, at the principal executive office of the corporation. The minutes shall be kept in written or typed, and the accounting books and records shall be kept in written or typed form, or in any other form capable being converted into written, typed, or printed form.

Section 8.03. Inspection by Directors. Every Board of Director shall have the absolute right at any reasonable time and with advance notice to inspect all books, records, and documents of every kind and the physical properties of the corporation and each of its subsidiary corporations. This inspection by a director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents. Inspection shall no apply to members.

Section 8.04. Annual Report. The corporation shall provide to the directors, within 120 days after the close of its fiscal year, a report containing the following information in reasonable detail:

- (a.) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year.

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- (b.) The principal changes in assets and liabilities, including trust funds, during the fiscal year.
- (c.) The revenue or receipts of the corporation, both unrestricted and restricted, for the fiscal year.
- (d.) The expense or disbursements of the corporation, for both general and restricted purposes, during the fiscal year.
- (e.) Any information by California Corporations Code Section 63-2, regarding transactions with interested persons and indemnifications.

Section 8.05. Corporate Seal. The Board of Directors shall adopt a corporate seal, which shall be in the following form and design:

The secretary of the corporation shall have the custody of the seal and shall affix it in all appropriate cases to all corporate documents. Failure to affix the seal shall not, however, affect the validity of any instrument.

ARTICLE IX. INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND OTHER AGENTS

Section 9.01. Definitions. For the purpose of this article,

- (a.) "**Agent**" means any person who is or was a director, officer, employee, or other agent of this corporation, or is or was serving at the request of this corporation as a director, officer, employee, or agent of another foreign or domestic association, partnership, joint venture, trust, or other enterprise, or was a director, officer, employee, or agent of a foreign or domestic corporation that was a predecessor corporation of this corporation or of another enterprise at the request of the predecessor corporation.
- (b.) "**Proceeding**" means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative.
- (c.) "**Expenses**" includes, without limitation, all attorneys' fees, costs, and any other expenses incurred in the defense of any claims or proceedings against an agent by reason of his position or relationship as agent and all attorneys' fees, costs and other expenses incurred in establishing a right to indemnification under this article.

Section 9.02. Successful Defense by Agent. To the extent that an agent of this corporation has been successful on the merits in the defense of any proceeding referred to in this article, or in the defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection with the claim. If an agent either settles any such claim or sustains a judgment rendered against him or her, then the provisions of sections 8.03 through 8.05 shall determine whether the agent is entitled to indemnification.

Section 9.03. Actions Brought by Persons other Than the Corporation. Subject to the required findings to be made pursuant to section 8.05, below, this corporation shall indemnify any person who as or is a party, or is threatened to be made a party, to any proceeding other than an action brought by, or on behalf of, this corporation, or by an officer,

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director or person granted related status by the Attorney General, or by the Attorney General on the ground that the defendant director was or is engaging in self-dealing within the meaning of California Corporations Code Section 5233, or by the Attorney General or a person granted related status by the Attorney General for any breach of duty relating to assets held in charitable trust, by reason of the fact that such person is or was an agent of this corporation, for all expenses, including legal fees, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding.

Section 9.04. Action Brought By or on Behalf of the Corporation. If any agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of this corporation, with or without court approval, the agent shall receive no indemnification for either amounts paid pursuant to the terms of the settlement or other disposition or for any expenses incurred in defending against the proceeding. This corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action brought by or on behalf of this corporation by reason of the fact that the person is or was an agent of this corporation, for all expenses actually and reasonably incurred in connection with the defense of that action, provided that both of the following are met:

- (a.) **Good Faith Conduct.** The determination of good faith conduct required by section 8.05, below, must be made in the manner provided for in that section.
- (b.) **Court Determination.** Upon application, the court in which the action was brought must determine that, in view of all of the circumstances of the case, the agent should be entitled to indemnify for the expenses incurred. If the agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.

Section 9.05. Determination of Agent's Good faith Conduct. The indemnification granted to an agent in section 8.03 and 8.04, above, is conditioned on the following:

- (a.) **Good Faith and Reasonable Care.** The agent seeking reimbursement must be found, in the manner provided below, that he acted in good faith, in a manner he believed to be in the best interest of this association, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use in similar circumstances. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or in a manner which he/she reasonably believed to be in the best interest of this corporation or that he had reasonable cause to believe that his/her conduct was unlawful. In the case of a criminal proceeding, the person must have had no reasonable cause to believe that his/her conduct was unlawful.
- (b.) **Proper Method of Determination.** The determination that the agent did act in the manner complying with subparagraph (a), above, shall be made by:
 - (1.) The board of directors by a majority vote of a quorum consisting of directors who are not parties to the proceeding; or

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- (2.) The court in which the proceeding is or was pending. Such determination may be made on application brought by this association or the agent or the attorney or other person rendering a defense to the agent, whether or not the application by the agent, attorney, or other person is opposed by this association.

Section 9.06. Limitations. No indemnification or advance shall be made under this article, except as provided in sections 8.02 or 8.05(b)(2), in any circumstance when it appears that:

- (a.) the indemnification or advance would be inconsistent with a provision of the articles, a resolution of the members, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification, or
- (b.) that the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 9.07. Advance of Expenses. Expenses incurred in defending any proceeding may be advanced by this association before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the agent to repay the amount of the advance unless it is determined ultimately that the agent is entitled to be indemnified as authorized in this article.

Section 9.08. Contractual Rights of Non-directors and Non-officers. Nothing contained in this article shall affect any right to indemnification to which persons other than directors and officers of this association, or any subsidiary hereof, may be entitled by contract or otherwise.

Section 9.09. Insurance. The board of directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the association against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not this association would have the power to indemnify the agent against that liability under the provisions of this section.

ARTICLE X. FINANCIAL POLICY

Section 10.01. Income and Expenditures. The Board of Directors shall decide all matters pertaining to finances of the corporation. All income shall be placed in a common corporate treasury. Expenditures shall be directed in such a manner as will give no particular individual or team an advantage over others.

Section 10.02. Expense Approval.

- (a.) Executive board members, with approval of the President or two official board members may expend up to \$500 on non-budgeted items without specific Board action or approval. All Board members must be notified at

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the monthly meeting of any said expenditure through the treasurer's monthly report

(b.) Expenditures in excess of \$500 must have specific Board approval in advance.

Section 10.03. Contributions. The Board of Directors shall permit the contributions of funds or goods to particular individuals or teams at its discretion but shall make every attempt to solicit for the common corporate treasury and common benefit of the corporation.

ARTICLE XI. RULES AND REGULATIONS

Section 11.01. Adoption of Rules. The official Rules and Regulations NUJM shall be binding on this corporation.

Section 11.02. Supplemental Rules. The Board of Directors may adopt such local rules and regulations for the conduct of its meetings and the operation of its corporation, as it may deem proper. Such rules and regulations shall be supplemental rules and in no way shall conflict with the official Rules and Regulations of present league. The supplemental rules shall be established, amended or repealed by a majority vote of the Board of Directors at any duly constituted meeting.

Section 11.03. Distribution of Rules. The constitution and bylaws and the supplemental rules of the corporation shall be distributed annually to the Board of Directors. A copy of the constitution and bylaws and the supplemental rules shall be sent to the Highest Local Authority (HLA) whenever those documents are amended.

ARTICLE XII. OPERATIONAL PROCEDURES

Section 12.01. Adult Team Personnel. The Board of Directors prior to the start of the season must interview all coaches annually. Directors and Coaches must attend mandatory certification meeting with the organization approved by the Board of Directors prior to the start of each new season.

Section 12.02. Internal Affairs Recruiting Procedures. The Internal Affairs committee shall see to it that all prospective coaches complete an official application and submit such to the Board of Directors for review. The Board of Directors shall then interview all applicants and upon majority vote of the Board of Directors, shall issue a certification card after completing certification class. Each approved coach is assigned to his/her appropriate team. The Board of Directors shall provide each head coach with a copy of the operational procedures. The head coach may not at any time utilize someone as an assistant coach unless they have been approved by the Board of Directors and certified. Internal Affairs committee consists of President, Vice President, Football Coordinator & Cheer Coordinator. President may at his/her discretion appoint another director to the committee if any conflict of interest should arise.

Section 12.03. Disciplinary Action and Complaint Procedures. All complaints or protests of must be submitted in writing to the corporation president within 48 hours of the incident involved. All facts must be clearly stated and the regulations broken, if any, clearly set forth. Said complaints or protests may not be handled by telephone. The President shall

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submit the written complaint or protest to the Disciplinary committee or other authorize

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persons for resolution. All complaints concerning coaches shall first be turned over to the appropriate Football/Cheer Coordinator/Athletic Director for resolution. If it is still unresolved to the satisfaction of the Board of Directors it shall be returned to the association President for further consideration. Disciplinary committee consists of Member at Large, Secretary, Football Coordinator & Cheer Coordinator. President may at his/her discretion appoint another director to the committee if any conflict of interest should arise.

Section 12.04. Voting System. Each board member shall have one vote. (See Section 4.06) Roll Call vote will be made upon request In case of a tie; Roberts Rules of Order will prevail.

ARTICLE XIII. HEAD COACHES, ASSISTANT COACHES, COACH TRAINEES, WEIGHMASTER AND TEAM PARENT

Section 13.01. In accordance with NUJM, Inc. rules and regulations:

- (a.) Head coaches shall be appointed by the Board of Directors in accordance with the Internal Affairs Recruiting Procedures stated hereinabove.
- (b.) Head coach must be at least 21 years of age. Assistant coaches must be at least 18 years of age. Teams are permitted to have Coach-Trainees who must be a minimum of 15 years of age. Qualifications for these positions include good sportsmanship, leadership, and respect for the rules, regulations, and policies of the corporation.
- (c.) Head coaches shall be responsible for their teams and for their actions on and off the field. They shall assume full responsibility for equipment issued to their teams, and such equipment shall be used only for the activities of the corporation and shall be returned at the end of the season.
- (d.) Head coaches must have a minimum of 2 years assistant coaching experience with NUJM or 4 years Head coaching experience from an affiliated football organization. This rule can be waived with a majority vote of the Board of Directors.
- (e.) All Assistant Coaches, Coach Trainees, Weighmaster & Team Parents must submit a formal application to the Board Of Directors. Once submitted, applications will be reviewed by the Board of Directors. Once approved by the Board of Directors, qualifying applicants will be submitted to Head Coaches for official selection.

Section 13.02. Background Checks. All adult coaches, Weighmaster, & Team Parents with access to minor participants must successfully complete a criminal background check prior to the appointment and as required thereafter.

Failure to consent to or pass a background check disqualifies the individual participation.

Section 13.03. Mandatory Training. Prior to each season, all Head Coaches, Assistant Coaches, and Team Parents must complete: concussion recognition and response training as required by California law, any mandatory league-required training, and additional safety certifications required by the league or Board.

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Section 13.04. The Board of Directors shall have the power to discipline, suspend or remove any head coach, assistant coach, coach-trainee, Weigh master or team parent or player member in accordance with procedures set forth herein.

ARTICLE XIV. AMENDMENT OF BYLAWS

Section 14.01. Amendment by Directors. Bylaws other than a bylaw fixing or changing the authorized number of directors may be adopted, amended, or repealed by the Board of Directors.

CERTIFICATE OF SECRETARY

I hereby certify that I am the duly elected and acting Secretary of said corporation and that the foregoing Bylaws, comprising of 13 pages, constitute the bylaws of said corporation as duly adopted at a meeting of the Board of Directors thereof held on:

**BYLAWS
of the
NEVADA UNION JUNIOR MINERS INC. (NUJM)**

ADOPTED: December 11, 1999

REVISED: June, 2003

REVISED: March 11, 2009

REVISED: January XX, 2016

REVISED: August 1, 2018

REVISED: December 15, 2025

REVISED: March 10, 2026

Kaycee Margherita
Secretary
Nevada Union Junior Miners, Inc.