

BY-LAWS
OF
River City Jaguars, Inc

These by-laws govern the affairs of the River City Jaguars, Inc, a nonprofit corporation (hereinafter referred to as “Jags”) organized under the Indiana Non-Profit Corporation Act. Jags exists to provide home schooled children with the benefits of participation in organized team sports and athletics in settings, which honor the God who created them. Jags desires to provide home schooled students with instruction in the skills required for the athletics in which they participate, and to provide them with opportunities to use those skills at appropriate competitive levels, including the highest level of secondary school competition. Jags is committed to the spiritual growth of its students in a biblical community that continually strives toward excellence.

This Corporation is organized as a Not for Profit Indiana Corporation and is organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, including the following purposes:

- A. Honoring Jesus Christ through the organization by intentionally providing opportunities for students grow spiritually in a Christian faith, providing a biblical community to students and their families, while continually striving toward excellence while participating in sports competition and other athletic-related activities;
- B. Providing educational services;
- C. Engaging in any lawful business or activities related thereto: and to engage in any lawful act or activity for which corporations may be organized under the Indiana Not for Profit Corporation Act; and
- D. Carrying out any other charitable, religious, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). (Any reference in these Articles to a section of the Code shall also include a reference to the corresponding provision of any future United States Internal Revenue Law.)

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as a religious organization and a “Public Charity” under Sections 501(c)(3) and 509(a)(1) of the Code, or to an organization contributions to which are deductible under Section 170(c)(2) of the Code and Regulations as they now exist or as they may hereafter be amended, as the Board of Director shall determine. Any such assets not so disposed of by a Court of competent jurisdiction in the county or state in which the principal office of the Corporation is then located, exclusively for such purposes or to an organization or organizations as said Court shall determine, which are organized and operated exclusively for purposes described in Section 501(c)(3) of the Code.

ARTICLE I

Jags shall have and continuously maintain in the State of Indiana a registered office and a registered agent whose office is identical with such registered office as required by the Indiana Non-Profit Corporation Act. The registered office may be, but does not need to be, identical with the principal office in the State of Indiana, and the address of the principal office and the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

Executive Board of Directors

Section 1: General Powers

The affairs of Jags shall be managed by its Executive Board of Directors. The Executive Board shall be responsible for making policy decisions and rules that advance the purposes of Jags. The Executive Board shall be responsible to insure that standard rules of bookkeeping and accounting are followed and all business is conducted in a prudent and Christ-honoring manner at all times.

Section 2: Number and Qualifications

The number of the Executive Board shall be not less than five (5) and no more than nine (9). Each Executive Board member must pass a background check and sign a statement acknowledging agreement and support of Jags' Statement of Faith, Code of Conduct, and policies.

Section 3: Regular Meetings and Attendance

Regular meetings of the Executive Board shall be held at minimum of once per quarter of each year. The Executive Board may provide by resolution the time and place, either within or without the State of Indiana, for the holding of additional regular meetings of the Executive Board without other notice than such resolution.

All Executive Board members are required to attend all quarterly and other special scheduled Executive Board meetings. Executive Board members with two unexcused (2) absences from normal quarterly meetings per year shall be dismissed from the Executive Board.

Section 4: Special Meetings

Special meetings of the Executive Board of Directors may be called by or at the request of the President or any two Executive Board members. The person or persons authorized to call special meetings of the Executive Board may fix any place, either within or without the State of Indiana, as the place for holding any special meeting of the Executive Board called by them.

Section 5: Quorum

A majority of the Executive Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Executive Board; but if less than a majority of the Executive Board is present at said meeting, a majority of the Executive Board members present may adjourn the meeting from time to time without further notice.

Section 6: Manner of Acting

The act of a majority of the Executive Board of Directors present at a meeting at which a quorum is present shall be the act of the Executive Board, unless the act of a greater number is required by law or by these by-laws.

Section 7: Vacancies

Any vacancy occurring in the Executive Board of Directors and any Directorship to be filled by reason of an increase in the number of Executive Board members may be filled by the affirmative vote of a majority of the remaining Executive Board of Directors, though less than a quorum of the Executive Board of Directors. An Executive Board Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 8: Compensation

Executive Board of Directors as such shall not receive any stated salaries for their services, but nothing herein contained shall be construed to preclude any Executive Board Director from serving Jags in any other capacity and receiving compensation therefore.

Section 9: Informal Action by Directors

Any action required by law to be taken at a meeting of the Executive Board of Directors, or any action which may be taken at a meeting of the Executive Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Executive Board Directors.

ARTICLE III

Officers & Executive Directors

Section 1: Officers & Executive Directors

The officers of Jags shall be a President, Vice President, a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions of this Article.

Section 2: Election and Term of Office

The officers of Jags shall be elected by the Executive Board of Directors. New offices may be created and filled at any meeting of the Executive Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

Section 3: Removal

The Executive Board shall reserve the right, by a 2/3 vote of all Executive Board Directors, to remove any person or persons from the office of Director, WITHOUT CAUSE and for any reason including, if in the judgment of the Executive Board, such a person or persons is/are disruptive, is in violation of the rules of Jags, is not supportive of the policies and efforts of Jags, or routinely fails to attend meetings. The Executive Board Director considered for removal shall be notified in writing 30 days prior to a vote and shall have the opportunity to be present and to be heard at the meeting where the vote is taken.

Section 4: Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by a vote of the Executive Board of Directors for the unexpired portion of the term.

Section 5: President

The President shall be the principal executive officer of Jags and shall in general supervise and control all of the business and affairs of Jags. He or she shall preside at all meetings of the members and of the Executive Board of Directors. He or she may sign, with the Secretary or any other proper officer of Jags authorized by the Executive Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Executive Board of Directors has authorized to be executed, except in cases there the signing and execution thereof shall be expressly delegated by the Executive Board of Directors or by these by-laws or by statute to some other officer or agent of Jags; and in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Executive Board of Directors from time to time.

Section 6: Vice President

In the absence of the President or in the event of his or her inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Executive Board of Directors.

Section 7: Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds and securities of Jags; receive and give receipts for moneys due and payable to Jags from any source whatsoever, and deposit all such moneys in the name of Jags in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article IV of these by-laws; and in general perform all the duties as from time to time may be assigned to him or her by the President or by the Executive Board of Directors.

Section 8: Secretary

The Secretary shall keep the minutes of the meetings of the members and of the Executive Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the

corporate records; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Executive Board of Directors.

ARTICLE IV

Contracts, Checks, Deposits, and Funds

Section 1: Contracts

The Executive Board of Directors may authorize any officer or officers, agent or agents of Jags, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of Jags, and such authority may be general or confined to specific instances.

Section 2: Checks, Drafts, etc.

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of Jags, shall be signed by such officer or officers, agent or agents of Jags and in such manner as shall from time to time be determined by resolution of the Executive Board of Directors. In the absence of such determination by the Executive Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or Vice President of Jags.

Section 3: Deposits

All funds of Jags shall be deposited from time to time to the credit of Jags in such banks, trust companies, or other depositories as the Executive Board of Directors may select.

Section 4: Gifts

The Executive Board of Directors may accept on behalf of Jags any contribution, gift, bequest or devise for the general purposes or for any special purpose of Jags.

ARTICLE V

Books and Records

Jags shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Executive Board of Directors and committees having any of the authority of the Executive Board of Directors, and shall keep at its registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of Jags may be inspected by any Executive Board Director, or his agent or attorney, for any proper purpose at any reasonable time on written demand under oath stating the purpose of the inspection.

ARTICLE VI

Fiscal Year

The fiscal year of Jags shall begin on July 1 and end on June 30 in each year.

ARTICLE VII

Waiver of Notice

Whenever any notice is required to be given under the provisions of the Indiana Non-Profit Corporation Act or under the provisions of the articles of incorporation or the bylaws of Jags, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE VIII

Indemnification

The Corporation shall indemnify any voting member, Director, Officer or employee or former Director, Officer or employee of the Corporation, or any person who may have served at its request as a Director, Officer or employee of another corporation in which it owns shares of stock, or of which it is a creditor, against expenses actually incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such Director, Officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any Director, Officer or employee the reasonable costs of settlement of any such action, suit or proceeding if it shall be found by a majority of a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was in the best interest of the Corporation that such settlement be made and that such Director, Officer or employee was not guilty of negligence or misconduct. Such right of indemnification and reimbursement shall not be deemed exclusive of any other right to which such Director, Officer or employee may be entitled under any Bylaw, agreement, vote of members or otherwise.

ARTICLE IX

Amendments to By-laws

These by-laws may be altered, amended or repealed and new by-laws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting, if at least two days' written notice is given of intention to alter, amend or repeal or to adopt new by-laws at such meeting.

ARTICLE X

Adoption of By-laws

The foregoing By-laws of River City Jaguars are hereby adopted by the undersigned, being a majority of the Executive Board of Directors of such Association, as of 6/24/2020

Printed Name	Signature
<u>Trevor Emond</u> Executive Board Member #1	<u>Trevor Emond</u>
<u>Kyle Richner</u> Executive Board Member #2	<u>Kyle Richner</u>
<u>Michael Peak</u> Executive Board Member #3	<u>Michael Peak</u>
<u>RAYMOND ZOELLER</u> Executive Board Member #4	<u>Raymond Zoeller</u>
<u>Thomas Gorman</u> Executive Board Member #5	<u>Thomas Gorman</u>
<u>Jeremiah LeRoy</u> Executive Board Member #6	<u>Jeremiah LeRoy</u>