



United States Australian Football League

A 501(C)3 Not-For-Profit Organization

1223 W Main Street #269, Sun Prairie, Wisconsin 53590

Tel. +1 872-22-USAFL (+1 872-228-7235)

www.usafl.com | operations@usafl.com

CHAPTER 1 CONSTITUTION—UNITED STATES AUSTRALIAN FOOTBALL LEAGUE

ARTICLE 1 - NAME

This organization shall be known as the United States Australian Football League, Inc. herein referred to as the "USAFL."

ARTICLE 2 OBJECTS and AIMS USAFL

- a. The USAFL is an affiliation of clubs
 - b. It shall be a representative, legislative, executive body recognized as the governing body of the sport with jurisdiction over affiliated clubs, its members, and leagues and tournaments.
 - c. It shall foster the spirit of good-fellowship without regard to race, color, gender, religion, age or national origin
 - d. It shall, by organization and governance, increase an interest in the game.
 - e. It shall exercise care and supervision and governance over all affiliated organizations, clubs and establishments in the territorial limits of the United States and other geographic areas as may be accepted.
 - f. It shall encourage the creation and development of USAFL infrastructure and sanctioned events for amateurs and foster programs to increase skills among amateurs.
 - g. It shall adopt and enforce uniform rules and regulations for the game that preserves the integrity of the game, and its players on and off the field and shall be the final arbiter of such rules.
 - h. It shall issue charters to such local, state and regional clubs it recognizes.
 - i. It shall have the power to sanction and regulate USAFL teams and competitions.
 - j. It shall adopt and enforce equipment specifications for USAFL competition.
 - k. It shall conduct annually a United States Australian Football League National Championship Tournament.
 - l. It shall serve as an American focal point and promote Australian Culture and heritage.
 - m. It shall promote Australian Rules Football in America by supporting and fostering clubs, the grass roots of football.
 - n. It shall be bound to assist clubs in development areas.
-
- o. The organization is organized exclusively for, and will be operated exclusively for, one or more of the approved charitable purposes (e.g. promotion of the amateur competition of a sport) specified within the guidelines set forth by the Internal Revenue Service.
 - p. No part of the organization's net earnings will inure to the benefit of private shareholders or individuals. In other words we must be able to demonstrate that the USAFL is not organized or operated for the benefit of private interests.
 - q. The organization will not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in a political campaign for or against any candidate for public office.



ARTICLE 3 - MEMBERSHIP - USAFL

Its membership shall be composed of individual members affiliated through a chartered local club. Member clubs shall be represented in the USAFL by duly elected delegates and alternates.

- a. Representatives and delegates of "A" clubs as classified by USAFL rules shall be entitled to one vote per club.
- b. Representatives and delegates of "B" and "C" members as classified by USAFL rules shall be allowed to attend all meetings and conferences as an "A" member, but shall not be entitled to vote.
- c. Representatives of each approved regional league, shall be allowed to attend all meetings and conferences as an "A" member, but shall not be entitled to vote in General Assembly, but shall hold a vote in the President's Advisory Council. The duly elected presidents of leagues, which recognize the USAFL as the governing body of the sport in North America, and agree to abide by its constitution, shall comprise The Presidents Advisory Council. Members of the Council shall be considered ex-officio, non-voting members of the Board of Directors providing advice and counsel to the Board on matters involving league perspective and shall act as a rules committee which acts in consort with the umpire development board appointee.

ARTICLE 4 - CHARTERED CLUBS

- a. The USAFL shall recognize or cause to be recognized member clubs within the United States of America.
- b. Necessary forms for the formation of a club will be furnished to applicants by the USAFL.

Member Club - Procedures For Organizing

- c. On completing its organization, the club may file an application for charter with the USAFL Board of Directors. The application for charter must be accompanied by:
 - (1) A certified copy of its bylaws.
 - (2) A list of the names and addresses of its officers.
 - (3) The date of its organization.
- d. A club must affiliate itself with a city for identification purposes or, on approval by the USAFL Board of Directors, another jurisdiction.
- e. Clubs must adopt the USAFL constitution.

ARTICLE 5 - MEMBERSHIP ELIGIBILITY - USAFL

- a. A member club shall be composed of individuals who participate in one or more leagues. Clubs shall be recognized as a member in good standing of the USAFL as long as they shall comply with the following minimum responsibilities:
 1. Recognize the USAFL as the governing body of Australian Rules Football in the United States of America
 2. Pay all outstanding club dues by a date designated by the USAFL each year after the first year the club is operational.
 3. Contact details are given to USAFL secretary (secretary@usafl.com), and updated as needed. Each club shall be responsible for including two e-mail contacts.
 4. The club maintains an operational website with an operational link to the USAFL website.
 5. Quarterly reports are sent to the USAFL secretary (secretary@usafl.com) for publishing on the web and submission to the AFL.
 6. All players are registered with the USAFL.
 7. Wear the USAFL logo on club uniforms, as provided by the USAFL.
 8. Any other eligibility standards adopted by a majority or super-majority vote of the members at a duly constituted meeting of the league depending on their materiality.

Affiliate Members

- b. Affiliate individual membership is available from USAFL member club(s). Individuals residing in countries where USAFL membership is not offered may obtain membership by completing a membership application and paying the maximum combined dues.



- c. Individual membership will be available to umpires who want to maintain independent of clubs.
- d. Individual members shall not hold voting power within the USAFL. Only "A" member clubs will be entitled to vote.

Regional Leagues

- e. Regional and Metro-city Leagues are recognized by the USAFL as a critical part of the sports growth.
- f. Clubs are encouraged to create regional leagues when it is in the best interest of the sport and the clubs in that region.
- g. No club will be forced to join a league.
- h. Regional leagues shall not hold voting power within the USAFL. Only "A" member clubs will be entitled to vote.
- i. Regional leagues shall be empowered by the USAFL to alter the rules of the game to fit local conditions and needs, within the spirit of the game.
- j. Regional leagues must recognize the USAFL as the governing body of the sport in the USA.

ARTICLE 6 - INTELLECTUAL PROPERTY

- a. It is hereby agreed and understood that all right, title and interest in USAFL names, **except as described in item b. of this article,** trademarks, service marks, logo-types, trade dress, designations, designs and other indicia developed, used or intended to be used the USAFL shall be owned by the USAFL and made available to member clubs for \$1 USD for such time period as the USAFL deems appropriate.
- b. All club and league names, nicknames, logos and uniform design and colors must be approved by the USAFL Board. This also applies to leagues, multiple club teams, and junior teams. Each member club shall have the exclusive ownership, and exclusive right to use its own Club or league Marks, in connection with the conduct of games, and for publicity and public relations purposes; the member clubs shall have the right to use its Club or league Marks on or in connection with any other goods or services, such as merchandise, and sporting goods bearing the Club Marks.
- c. All AFL names, nicknames, logos and uniform design and colors can be used by the clubs only with the express written permission of the AFL, consistent with the USAFL/AFL Affiliation Agreement and the member clubs agreement to provide a copy of such sister ship arrangements and related correspondence and documentation.
- d. The member club shall also control and have the right to control the quality of goods and services provided under any limited licensing agreement with the USAFL and member leagues and, to this end, the quality of goods and services provided shall be at least equivalent to the quality of goods and services currently provided under the Club Marks. The member club shall also have the right, upon reasonable request, to review samples of the goods and services provided to determine if they meet the standards of quality set forth above. The member club shall have the right to terminate the license if the quality control standards are not maintained by the USAFL or its sublicensees; provided, however, that such right to terminate shall be subject to the USAFL's and sublicensees, right to cure within a reasonable period after written notice by the member club to the USAFL of any quality control issues.
- e. Each member club shall have the right to enter into sponsorship, advertising, and any other similar arrangement with any party as long as such contracts are not inconsistent with the objects and aims of the USAFL described in Article 2. To the extent that any arrangement involves the use of USAFL intellectual property such use shall be provided by the USAFL under a limited use license for \$1 USD per year.
- g. Upon a super majority vote of the membership (two-thirds vote), each Member Club would contribute an exclusive license of their intellectual property rights to a newly formed for-profit corporation under a separate set of by-laws and Constitution. This entity would be wholly owned in equal shares by each member club in good standing, and managed by the USAFL with a Board of Directors elected by its shareholders. Such shares shall be restricted shares subject to a shareholder agreement to be approved by a super majority (two-thirds vote) the Member Clubs

This entity would coordinate the development of intellectual property and national merchandising and sponsorship arrangements. Vendors would be chosen and merchandise contracts entered into on the strength of the exclusive licenses for the use of Member Club intellectual property.

A business plan and annual budget would be approved by the clubs annually. In recognition of any diminution in income suffered by a local club which would result from the priority given to national brands or sponsorships, an annual shareholder dividend of the net profit of the entity after reserving for reasonable working capital, will be declared by the board, to the extent authorized under governing law. AFL arrangements would be entered into by the new company upon request by an applicant club and approval by the Board of the new entity. Clubs would be able to obtain royalty free non-conflicting



use of intellectual property consistent with the Member Club use of sister club intellectual property described above.

ARTICLE 7 - MEMBERSHIP FEES

- a. Each individual club shall pay annual USAFL and regional league dues by a date designated at the AGM each calendar year in an amount to be determined from time to time by USAFL and approved by a simple majority of member clubs:
- b. Upon payment to USAFL of the lifetime fee, to be designated by the Board of Directors, an affiliate individual member is exempt from future payment of national dues.
- c. On receipt of an application and the USAFL dues from each individual applying for membership, a league certificate and individual membership cards will be issued by USAFL club. When issued, a membership card will be valid as follows:
 - (1) For the season starting January 1 through December 31.

ARTICLE 8 - MANAGEMENT - USAFL

- a. Management of the USAFL shall be vested in its Board of Directors.

Board Of Directors - USAFL

- b. The USAFL Board of Directors shall consist of the following:
 - (1) President-
 - (2) Secretary-
 - (3) Treasurer-
 - (4) Eastern VP-
 - (5) Central VP-
 - (6) Western VP-
 - (7) Member at Large-

The Board will have the following Portfolio Positions

- (1) Junior Development-
- (2) Player & Coach Development-
- (3) Umpire Development-
- (4) Public Relations Marketing-
- (5) e.commerce-

The Board will appoint members to the following positions:

- (1) National Umpire Coach-
- (2) Revolution Coach-
- (3) AFL Liaison-
- (4) Executive Director
- (5) Other members as determined by the board

- c. All members of the Board must continue to retain USAFL membership while serving on the Board either by obtaining such membership through an USAFL league or as an affiliate member

Officers - USAFL

- d. The officers of the USAFL shall consist of the following:
 - (1) President-
 - (2) Secretary-
 - (3) Treasurer-
 - (4) Eastern Vice President-



- (5) Central Vice President-
- (6) Western Vice President
- (7) Executive Director

Board Of Directors - USAFL - Representation

- e. Members of the Board shall be elected by a majority of vote of voting delegates at the Annual General meeting. The members of the Board of Directors shall be apportioned throughout the jurisdiction of the USAFL so that not more than two members of a member club may serve on the Board of Directors.

Nominations And Elections - USAFL

- f. Except for the Executive Director and Assistant Executive Director, officers of the USAFL and the jurisdictional directors shall be elected at the annual meeting of the USAFL by a majority vote of those delegates allowed to vote under this Constitution.
- g. Nominations for office and Board of Directors shall be submitted to the then standing Secretary thirty (30) days prior to the Annual General Meeting. The Secretary shall serve as the chair of the USAFL nominating committee.
- h. To be eligible for nomination as a regional vice president or director, the candidate can only be nominated from within the region and must be a member of the USAFL.
- i. The USAFL Executive Director and Assistant Executive Director shall be appointed by the Board of Directors.
- j. A list of nominees prepared by the Nominating Committee shall be presented to the board of directors for approval. The approved list of nominees shall be provided to the delegates as they register.
- k. Any delegate or group of delegates may make nominations from the floor in opposition to a nominee submitted in the Nominating Committee report. Each office shall be filled by the nominee receiving more than half the votes cast for that office.
- l. When votes are cast for more than two candidates for the same office and none of the candidates receives a majority, another vote will be taken on the two who received the most votes.

Vacancies In Office - USAFL

- m. Should the office of president be vacated, the vice presidents, in the order of their election, shall do the duties of that office until the next annual meeting. In such case, a president shall be elected at the next annual meeting.
- n. A vice president or jurisdictional vacancy shall remain vacant until the next annual meeting or meeting of the board whichever comes first.
- o. If a vacancy occurs in the office of USAFL Executive Director, the functions of the office shall be done by the USAFL Assistant Executive Director until a replacement is appointed by the Board of Directors.
- p. If a vacancy occurs in the case of a member of the Board of Directors, such seat shall be filled by appointment by the President.
- q. When the USAFL Executive Director as defined above or the USAFL Assistant Executive Director is unable to do the duties of the office because of disability or prolonged illness, the board of directors by two-thirds vote can declare the office vacated.

Compensation And Expense Reimbursement - USAFL

- r. Compensation and expenses shall be paid as follows:
- s. In accordance with policies developed by the board as specified above, upon submission of proper receipts and vouchers, the president and executive vice president shall be reimbursed for office and travel expenses incurred in connection with meetings of the board of directors or when performing other USAFL duties.
- t. The salary of the USAFL Executive Director and the USAFL Assistant Executive Director shall be determined annually by the Board of Directors, based on the recommendation of the Board of Directors and disbursed in the same manner as that used for other employees of the USAFL.
- u. The vice presidents, directors, life members, any secretary emeritus and those honorary members who have previously served on the board of directors shall be reimbursed for the ordinary and necessary expenses when in attendance at meetings of the Board of Directors:
 - (1) Reasonable actual cost of air travel.



- (2) Hotel accommodations for the number of nights required in the city where the meetings are scheduled. The amount to be based on single room occupancy rates in the headquarter hotel.
- (3) A per diem as determined by the Finance and Budget Committee.
- v. Members of any committee of the USAFL shall be reimbursed for expenses incurred while in attendance at meetings called by its chairman in accordance with Finance and Budget Committee policies.
- w. No director shall be reimbursed for any expense resulting from attending any other meeting or when making a special trip unless authorized by the Board.

ARTICLE 9 - DUTIES AND POWERS - USAFL BOARD OF DIRECTORS

- a. The Board shall exercise its right of management and shall enforce all the objects of the organization and direct the transaction of its business consistent with current or established policies and rules of the USAFL.
- b. The board of directors shall meet, either in person or via teleconference, at least once every six weeks.
- c. It shall be empowered to act for the USAFL in setting up policies or procedures to regulate any matter not fully covered in the constitution, rules or regulations.
- d. It shall have the power to suspend or otherwise discipline any USAFL member for cause. It shall also have the power to withhold membership of a nonmember for cause.
- e. It shall have the power to hear and determine all protests arising from or because of any question as to the proper construction of any provision of the constitution, rules or regulations.
- f. It shall have appellate jurisdiction over all matters taken to it by appeal from any decision of a local club involving questions as to the proper construction of any provision of the rules or constitution of the USAFL. Its decision thereon shall be final.
- g. To determine any question, protest, charge or other matter, the Board shall have the power to conduct a hearing. Where deemed necessary, fact-finding hearings may be conducted jointly by USAFL representatives. The Board may have the USAFL Executive Director issue to the several parties and witnesses its citation to appear at the hearing with the records and papers involved in the case. It is empowered to retain such of these papers or records, as it deems vital.
- h. It shall have the authority to conduct a hearing for any USAFL officer or member of the Board charged with nonfeasance, misfeasance, malfeasance or other conduct harmful to the organization and shall be empowered to remove such officer or director on proof of such charge.
- i. It may insure the solvency of all USAFL leagues, tournaments and chartered club at the expense of the USAFL under such conditions, against such perils, in such sums, at such times, for such premiums and for the length of time as in its opinion shall be proper.
- j. It shall arrange to have the annual financial report published at the AGM.
- k. It shall require the USAFL Executive Director to enforce all the mandates of the USAFL within the limits established by this constitution and its appended rules and specifications.
- l. It shall be responsible to the USAFL in all matters of policy and procedure and shall report thereon to the USAFL when it is next in session.
- m. If it is not possible to hold an annual meeting of the delegates because of travel restrictions or national emergency, the Board of Directors shall have authority to act on legislative matters as defined in Article 14.
- n. The date of the AGM should be not more than 13 months after the previous AGM.
- o. It shall elect the members of standing committees of the USAFL.
- p. In case of emergencies or developments resulting from court decisions, in the management of its responsibilities, it is authorized to suspend any rule or modify the administration policy until the next Annual General Meeting.
- q. It may permit modification or variations in existing USAFL rules for leagues of professional stature that are primarily organized to create spectator interest in the game.
- r. The Board is empowered to enter into national sponsorship arrangements, which will be recognized and honored by local clubs. Member clubs may not proceed with an arrangement with a competitive sponsor without consultation with and approval of the Board of Directors.



- s. It shall have the power to create a non-voting advisory committee to further the interests of the USAFL

ARTICLE 10 - DUTIES OF SPECIFIC USAFL OFFICES

Duties - USAFL President

- a. The president shall be the chief executive officer of the USAFL;
- b. Preside at all meetings of the USAFL and the Board of Directors;
- c. Appoint the members of all committees of the USAFL, including the Nominating Committee, other than standing committees;
- d. Enforce all the provisions, objects and purposes of the USAFL;
- e. Perform such other duties as pertain to his office;
- f. Make a written report with recommendations at each annual meeting of the USAFL;
- g. Shall be an ex officio member of the board and not jurisdictional on leaving office.

Duties - USAFL Regional Vice Presidents

- a. In the absence of the president, the vice presidents, in the order of their election, shall do the duties of the office of president. and shall discharge such other further duties as may from time to time be required of them.

Duties - USAFL Executive Director

- a. The executive director shall be the chief administrative officer of the USAFL.
- b. Be charged with enforcement of the constitution, rules and specifications of the USAFL.
- c. Be responsible to the board for the enforcement of all the provisions, objects and purposes of the USAFL.
- d. Have charge of all USAFL functions and staff personnel.
- e. All matters of an administrative nature shall emanate from and through the executive director's office.
- f. Keep a true record of the following:
 - (1) All meetings.
 - (2) Membership.
 - (3) USAFL games.
 - (4) The annual USAFL National Championship Tournament .
 - (5) Any other records as may be determined by the board.
- g. Have charge of and conduct the correspondence of the organization.
- h. Notify the members in writing of all meetings of the USAFL and the board of directors as the case may be.
- i. Perform such other duties as may be required by the president or the board of directors.
- j. Make a written report with recommendations to the USAFL at each Annual General Meeting.
- k. Compile, publish, print and mail out to members of the organization the executive director deems necessary, an official publication.
- l. Use discretion as to hiring help to carry on the official and office duties and the amount of compensation to be paid

Duties-USAFL Treasurer

- a. Receive and receipt for all dues, fees and other monies or property paid or donated to the USAFL.
- b. Keep a true and correct account of all receipts and disbursements and publish such reports together with the figures from the previous fiscal year on the balance sheet in the annual report.
- c. Make such reports and statements to the president and the board as required by them.
- d. Submit a current financial report to the board of directors and delegates at the annual convention.
- e. Deposit all monies received by the USAFL in a reliable bank or banks to the credit of the USAFL.



- f. Before issuing a membership or sanction the executive director shall refer to such record for information and consider same in connection with the information as provided by these rules.
- g. In case of default after a sanction is issued, or on cancellation thereof, the executive director notes on the record the cause of such default or cancellation.
- h. Authorize one or more employees to sign or countersign checks drawn on USAFL funds except Designated Funds.
- i. Be bonded annually for an amount to be bonded by the Board of Directors.
- j. Not in any way become financially interested or in any other way promote a tournament, club or company that is seeking or has been awarded an USAFL Championships Tournament except for the executive director's duties as provided in the constitution, rules and specifications of the USAFL.

Duties-USAFL Secretary

- a. Keep a true record of all sanctions and certificates, issued or refused, to include the following:
 - (1) The name of applicants.
 - (2) Date of application.
 - (3) Date of issuing or refusal of same and the reason same was refused.
- b. Keep and distribute minutes of all Board meetings
- c. In case of default after a sanction is issued, or on cancellation thereof, the executive director notes on Renumber, revise, codify and correct any provision in the constitution, and any and all rules and regulations of the USAFL to eliminate errors in spelling, grammar and numbering, and to bring about the proper order and sequence. In doing so, the meaning or purpose of the provision shall not change.

Duties - USAFL Assistant Executive Director

- a. The assistant executive director shall assist the USAFL Executive Director in the performance of the duties.

Duties - USAFL Emeritus Positions

- a. The secretary emeritus member shall act in an advisory capacity as counsel for the USAFL Executive Director and shall assist the executive director in matters regarding USAFL policy and the administration of the office of the executive director.

ARTICLE 11 - STANDING COMMITTEES AND TRIBUNALS – USAFL

The Board of Directors shall be empowered to make appointments to Standing Committees of the Board.

Australia Committee

- a. In a manner consistent with Article 2 the Australia Committee shall provide advice and counsel to the Board on matters that pertain to the fostering appreciation of Australian culture in North America. The Committee shall be based in Australia and be composed of former US based members of USAFL who are interested in continuing their involvement in the development of the league.
- b. The Committee will be asked to:
 - (1) Assist with members (individuals or clubs) travelling to Australia
 - (2) Inform to USAFL of news in Australia that may impact the USAFL
 - (3) Liase with football, and other sport, bodies in Australia on behalf of the USAFL
 - (4) Seek out and develop sister clubs in Australia
 - (5) Generally assist the USAFL in gaining recognition in Australia

Tournament Tribunals

During tournaments a three person tribunal will be set up. The make-up of the tribunal will come from three separate clubs. No umpire may be part of a tribunal At least two of the tribunal members must represent the following groups:

- (1) The tournament host club



- (2) The USAFL board. If A USAFL Board member is not in attendance a club President shall take the position of the USAFL Board Member
 - b. Each club can only have one representative on the tribunal. It will be the host clubs responsibility to organize the formation of the tribunal.
 - C. The tribunal will decide issues on a simple majority. The tribunals word is final.
 - d. All proceedings from any hearing will be sent to USAFL secretary and Umpire Development Director. This Umpire Development Director will keep a history of all tribunal hearings.

League Tribunals

- a. Each sanctioned league has the right to hold and administer it own tribunal.
- b. The tribunal guidelines and set-up must be sent to the USAFL Umpire Development Director for approval
- c. Copies of all hearing records must be sent to the USAFL Umpire Development Director

National Championship Tribunal

- a. A special tribunal will be in place for all National Championships
- b. The tribunal will be a three-member board consisting of at least two board members.
- c. The tribunal will draw upon three members who are not involved in the incident and does not represent a club involved. The tribunal must be chaired by a board member.
- d. The tribunal will be used for any off-field incidents that bring the sport into disrepute. It will be at the discretion of an individual or the USAFL Board to call a tribunal hearing if an off-field incident occurred. A tribunal hearing can be called by an individual or a club delegate.

International Match Tribunals

- a. The USAFL will adhere to any tribunal structure that is in place at any tournaments the Revolution team, or any individual club, attends.
- b. If the match is a one-off a tribunal will be called with three members, with at least one member representing the opposing county if the incident is an on-field one. If the incident is off-field the tribunal will consist of three USAFL members and must be chaired by a board member.

Rules Committee

- a. The standing rules committee of the USAFL shall set the rules for all USAFL tournaments, and all matches between teams not governed by a regional or metro league, and games between teams from separate regional or metro leagues.
- b. The rules committee is made up of members of the League Presidents Advisory Council.

Junior Development

- a. main contact for development questions
- b. develop curriculum/training plans for use in schools
- c. chair development committee made up of individuals from the clubs interested in junior development
- d. main contact with AFL on junior development issues
- e. liaison with clubs on junior development issues and strategies
- f. develop and maintain information on Junior Development portion of the web-site
- g. attend USAFL board meetings by conference call (once a month)

Player / Coach Development - Description of Role

- a. investigate potential coaching and training courses
- b. attend USAFL board meetings by conference call (once a month)
- c. develop and maintain information on Club Development portion of the web-site
- d. Investigate ways to enhance quality of coaching within the US
- e. Investigate ways to enhance the playing standards within the US



E-Commerce - Description of Role

- a. day to day maintenance of the web page
- b. all financial transactions through the website
- c. post match reports, game results etc.
- d. upgrading web site
- e. footy tipping competition

ARTICLE 12-LEAGUE PRESIDENTS ADVISORY COUNCIL

- a. In recognition of the importance of regional leagues to the furtherance of USAFL purposes, a League Presidents Advisory Council shall be formed under the auspices of the USAFL. Each approved regional league will member of the Presidents Advisory Council and in addition to attending all meetings and conferences as a nonvoting "A" member as described under Article 3 c.
- b. The duly elected president of each league, which recognize the USAFL as the governing body of the sport in North America, and agree to abide by its constitution, shall act as a delegate to the Council . The Council shall provide the Board of Directors with counsel on matters of USAFL policy and shall serve as a task force on an ad hoc basis which will study and make recommendations on matters affecting the game as played in the USAFL
- c. The Presidents Advisory Council shall meet, confer, and issue recommendations on all issues facing the USAFL as the Council deems fit
- d. The Presidents Advisory Council shall have the power to place items on the agenda of every USAFL AGM and SGM
- e. The Presidents Advisory Council shall sit as a Standing Rules Committee. In discharging its duty as a Standing Rules Committee, the Presidents Advisory Council shall solicit and consider the recommendations of the Umpire Development Board Appointee
- f. The Presidents Advisory Council shall meet once a year to coordinate national schedule matters. Any conflicts or other scheduling issues, in the first instance, shall be referred to the Presidents Advisory Council for mediation and resolution. Nothing herein shall be construed to give the Council jurisdiction over national scheduling matters. The Council shall consult with the USAFL Executive Director on all scheduling matters so as to coordinate national scheduling issues.

ARTICLE 13 - USAFL FUNDS

General Fund - USAFL

- a. All monies received by the USAFL Executive Director for dues, certification fees, interest, refunds or the sale of USAFL property and any other revenues shall be deposited in the General Fund. Monies in the General Fund shall be used to defray accrued expenses of the USAFL.
- b. Withdrawals from this fund shall be by check or other acceptable media. Withdrawals from the fund shall bear the signature or facsimile signature of the USAFL Executive Director and the signature of a USAFL employee authorized to sign by the USAFL Executive Director.
- c. Any employee with permission to sign shall be covered by good and sufficient surety bond for the benefit of the USAFL.
- d. Should the balance in the General Fund reach an amount that the Board of Directors considers to be more than the amount required to defray current expenses, the Board shall direct the USAFL Executive Director of the amount of excess to be transferred to Designated Funds or dispose of otherwise.

Designated Funds - USAFL

- a. The Board of Directors, on advice of the Treasurer, may establish and maintain funds for designated purposes. Monies in any such fund may be used only for the purpose specified when the designated fund was created.
- b. In order to preserve the legacy of USAFL for future generations of players and to reflect the commitment to junior development, 10% of program revenues will be segregated from general funds in a restricted fund to be drawn on in a manner consistent with the above tenets as established by the Board of Directors.



ARTICLE 14 - MEETINGS USAFL

Annual General Meeting

- a. The AGM gives the USAFL and its member clubs a chance to discuss important issues, set an agenda for the next year and elect the new officers of the USAFL. The following rules and procedures apply to the of the AGM:
 1. Each 'A' club have one vote at the AGM.
 2. If an 'A' club cannot attend the AGM they may appoint a non-member as a delegate, or issue a voting proxy to another voting member. Proxies must be sent by email to the USAFL secretary (secretary@usafll.com) 2 weeks prior to the meeting with the details of who will be voting on the club's behalf. This notification needs to be submitted by the present USAFL delegate or the Club President
 3. Notification of a voting members delegate or proxy holder shall be submitted by email to the USAFL secretary (secretary@usafll.com) 2 weeks prior to the meeting. Only one delegate has the right to vote on the clubs' behalf. If a member club does not reply the USAFL Board may assume that the Member Club has decided not to exercise its rights as a club and will not be a voting member at the AGM.
 4. Any interested part may attend the AGM as an observer. However, only the voting delegate from each club can speak. The Board reserves the right to limit the attendance of interested parties based on the capacity of the meeting room and the number of people interested in attending.

Other meetings

- b. In certain situations there may be a need to assemble a quorum of member clubs for an unscheduled purpose that is urgent, and significant to the existence, furtherance, or governance of the USAFL. This convening of membership shall be referred to as a Special General Meeting.
- c. A Special General Meeting can be called by the President or the Board. Notice and a copy of the meeting agenda shall be sent by first class mail, or other equivalent electronic media shall be given to member clubs in accordance with noted provisions below.
- d. Unless specifically noted, a Special General Meeting shall be conducted in the same manner as an Annual General Meeting.

Notice requirements - USAFL Meetings

- e. Special General Meeting: 4 weeks notice
- f. Annual General Meeting: 6 weeks notice
- g. Board Meeting: 7 days notice
- h. Emergency Board Meeting: 1 days notice

ARTICLE 15 - AMENDMENTS

Board Authority - Specification Amendments

- a. Measurement specifications contained in the USAFL Equipment Specifications Manual can be altered or changed only with the approval of the delegates at the AGM of USAFL.

Delegate Authority - Certification Regulations Or Specification Amendments

- b. Amendments to certification regulations or measurement specifications, other than those referred to in Item a. above, must be submitted in writing to the USAFL not later than thirty days preceding the next annual general meeting. Such proposed amendments will be referred to the Equipment Specifications Committee.
- c. The committee will review all such proposals and return those, which in its opinion do not merit board and delegate consideration. The proposer of such a returned amendment may resubmit the proposal prior to the following July 1. Such resubmitted amendments shall be forwarded to the Equipment Specifications Committee for study and evaluation, if necessary, and then shall be forwarded to the USAFL delegates prior to the next annual meetings of each organization.
- d. Accepted amendments shall be forwarded by the committee to the USAFL Board. The proposed amendments shall then be forwarded to the delegates prior to the next annual meetings of USAFL.



Proposed Amendments - When Not Amendable

- e. Proposals to the certification requirements and equipment specifications shall not be subject to amendment from the floor at either convention, except for obvious errors or omissions.

Specifications Changes - Final Authority - Interim Authority

- f. The Equipment Specifications Committee, acting for and on behalf of the Boards of Directors of USAFL, is authorized to have final authority to alter or change any specification covered in Item a. of this Article.

Amendments/Resolutions - How Submitted

- g. All amendments/resolutions, other than those referred to in Items a. and b. of this Article, by a member or chartered league or club must be submitted in writing by the proposer thereof to the USAFL Board or if applicable the Executive Director's office not later than thirty days prior to the date of the next Annual General Meeting of the USAFL.
- h. The USAFL Rules Committee may submit proposed amendments/resolutions any time prior to the adjournment of an USAFL Board of Directors fall meeting or November 1, whichever is later. Amendments/resolutions proposed by any other committee of the USAFL must be submitted in writing not later than November 1 prior to the date of the next annual meeting.
- i. Resolutions may be submitted by a chartered local or state/provincial club in writing not later than September 1 prior to the date of the next annual meeting. The USAFL Board of Directors may submit resolutions for consideration by the delegates at any time. Resolutions may only be submitted to:
 - (1) Waive or suspend any constitutional requirement.
 - (2) Waive or suspend any league and/or tournament rule.
- j. The USAFL Executive Director shall refer each such amendment/resolution proposed by an individual member or a chartered club to the Rules Committee for preliminary study. Those which in its judgment do not merit board and USAFL consideration, will be returned to the proposer.
- k. The proposer of such a returned amendment/resolution may resubmit the proposal the following year prior to November 1 if it is supported by a petition signed by 10 clubs, together with their addresses and USAFL membership numbers. Such amendments/resolutions will be published and considered by the board and delegates without referral to the Rules Committee.
- l. The Presidents Advisory Council and Umpire Development Board Appointee shall act as the USAFL Rules Committee.
- m. The board shall consider all other such amendments/resolutions and report its conclusion and recommendation on each to the next meeting of the USAFL.

Amendment Proponent - Membership Requirements

- n. The proponent of an amendment to the constitution, rules, regulations or specifications of the USAFL must be a member of the USAFL in good standing.

Amendments - Vote Required To Adopt

- o. Votes may be cast by e.mail, telephonically or in person at the Annual General Meeting.
- p. All proposed amendments other than those referred to in Item a. of this article shall require a two-thirds affirmative vote of the votes cast when the duly elected delegates are in session with the USAFL Board of Directors.
- q. Proposals to amend the general playing, league or tournament rules, and the certification regulations or measurement specifications, other than those referred to in Item a., must be approved by the USAFL to become effective.

Motions On Amendments - USAFL Meetings

- r. Delegates at the annual the Annual General Meeting shall vote on proposed amendments as submitted by the proposer, unless amended.
- s. Action by the board and delegates on each amendment considered shall be limited to the following:
 - (1) Adopted as submitted or amended.
 - (2) Rejected.
 - (3) Deferred for one year for further study unless withdrawn by the proposer prior to being considered at the delegate's session.



- t. Motions to table or postpone indefinitely shall be out of order.

Effective Date Of Amendments - USAFL

- u. When a specific date of enforcement is stated in an adopted amendment that is the date the amendment takes effect. Other adopted amendments take effect the Monday after the last day of the Annual General Meeting where adopted.

Articles Of Incorporation - USAFL

- v. The Articles of Incorporation may be altered or amended at any regular or special meeting of the USAFL as follows:
 - (1) It must be submitted in writing and signed by at least three delegates.
 - (2) It must be filed with the Corporate Secretary-Treasurer not less than 10 days before the meeting at which it is to be acted on.
 - (3) A two-thirds affirmative vote of the votes cast is required for adoption.

Procedure When Articles Of Incorporation Are Amended

- w. When a change is made in the Articles of Incorporation, the following procedures will be effected:
 - (1) A certificate thereof shall be signed and sworn to by the president, attested by the Corporate Secretary-Treasurer, and the seal of the corporation affixed thereto.
 - (2) It shall be filed for record in the office of the Secretary of State for the State of Missouri.
 - (3) And shall also be filed with the Register of Deeds for the County where the Articles of Incorporation are recorded.

ARTICLE 16 - ORDER OF BUSINESS - USAFL MEETINGS

- a. Robert's Rules of Order shall govern the proceedings at all meetings of the USAFL and the Board if not inconsistent with this constitution.
- i. The regular order of business at all meetings of the USAFL shall be as follows:
 - (1) Call to order.
 - (2) Roll call of officers and delegates.
 - (3) Reading of minutes of the last meeting and action thereon.
 - (4) Report of officers in their order.
 - (5) Reports of standing committees.
 - (6) Reports of special committees.
 - (7) Unfinished business.
 - (8) New business.
 - (9) Election of officers, directors, life and honorary members.
 - (10) Report of the Board of Directors on selection of location of the next annual meeting.
 - (11) Adjournment.
- j. The order of business at all meetings of the board shall be as follows:
 - (1) Roll call.
 - (2) Reading of minutes of last meeting and action thereon.
 - (3) Reports of officers.
 - (4) Reports of standing committees and special committees.
 - (5) Unfinished business.
 - (6) New business.
 - (7) Adjournment.



CHAPTER II USAFL TOURNAMENT RULES

- a. The USAFL shall hold an annual tournament entitled the National Championship Tournament, which shall showcase the USAFL quality of play, and further the competitiveness of Member Clubs in a manner consistent with the Objectives and Aims of the USAFL.
- b. The USAFL shall hold an exclusive and complete right to hold this tournament. It shall have an exclusive and complete right to the name USAFL National Tournament and any related intellectual property rights arising out of, or attendant to the conduct of the event. No member club may refer to the tournament in any commercial form without the express permission of the USAFL, such permission not to be unreasonably withheld.
- c. The National Championship Tournament will be hosted by an individual club. A bid process will be conducted and the winning club will be given the right to host the tournament within the guidelines set down by the USAFL which may be subject to change, with notice to member clubs, from time to time.
- d. The USAFL each year will create a tournament bid outline package that will set the guidelines for the bidding and hosting process for each year. Such package to provide member clubs with advance notice and a reasonable opportunity to submit a host city bid to the Committee.

CHAPTER III SUSPENSION AND REINSTATEMENT PROCEDURES

SECTION 1 - SUSPENSION PROCEDURES

Filing A Complaint

- a. A complaint may be filed with the Tribunals described in Article 11 only in the current season or the season immediately following the alleged violation.

Nonpayment Of League Fees

- b. Non-payment of dues will result in suspension proceedings being brought against a club.

Fund Shortages - Penalty

- c. If an officer of an USAFL league or a board member of a chartered USAFL misuses any funds entrusted to them, they shall be liable for permanent suspension from USAFL membership.
- d. The officer required to make monthly verifications of the accounts of such organization also may be liable for permanent suspension of membership if found guilty of malfeasance or nonfeasance in performing this duty.
- e. If an officer of any organization that suffered a loss deliberately makes or files false statements with the bonding company in order to collect a larger sum than that which the organization would be entitled under the bond, that officer shall be liable for permanent suspension from membership in USAFL.

Fund Shortages - Suspension Procedures

- f. On being advised that a member covered under the USAFL bonding program is guilty of acts within the meaning of Item c. or d. or both under "Fund Shortages," the USAFL Executive Director shall cause the following action to be instituted:
 - (1) Notify the person or persons charged that suspension proceedings are being started and the reason therefore.
 - (2) The notification must be sent by registered or certified mail; must state the cause for action; and, must outline the time and method for filing an appeal.
 - (3) Notification of the action must be filed with the local club secretary and appropriate league or tournament officials.
 - (4) Submit a report and the findings to the USAFL Board.

Failure Of Complainant To Appear At Suspension Hearing - Penalty

- g. A member of USAFL who is a party to charges filed against an individual and fails to appear without cause to testify at a hearing on the case conducted by the club or a special USAFL investigation committee shall be liable to suspension from USAFL membership.



Suspension Procedures - All Other Cases

- h. The USAFL shall be empowered to consider a penalty of temporary or permanent suspension of a member where a member or a member club act in a manner that is inconsistent or detrimental to the furtherance of the USAFL Objectives and Aims. If a hearing to consider suspension is needed, in the case of an individual league, the local league or club president shall call a meeting of the board of directors, giving at least five days written notice and stating the time, place and purpose for holding the meeting. In the case of a hearing to consider a suspension of a member club a hearing shall be called by the board of directors giving at least 5 days written notice and stating the time, place and purpose for holding the hearing.
- i. The defendants and complainants shall be requested to appear at the hearing, and any others whose testimony may be appropriate.
- j. Each defendant and complainant must be sent a separate notification. This notification must be by registered or certified mail with return receipt requested. This notice is to be mailed at least ten days in advance of the meeting. Mailing to the last known address is sufficient notice. The return receipt must be made part of the file as proof defendant was duly notified.
- k. Each defendant must be informed of specific charges and their right to be represented by counsel and to produce witnesses to testify in their behalf.

Procedure At Suspension Hearing

- l. A quorum of the board of directors must be present to conduct the hearing.
- m. Adequate minutes must be taken.
- n. A roster of those present recorded.
- o. The board or committee can recommend:
 - (1) Permanent suspension
 - (2) One year suspension
 - (3) Not to hold office
 - (4) Never to hold office
 - (5) Guilty warning
 - (6) Dismiss
 - (7) Not guilty
- p. On conclusion of the hearing, the following must be made known to all parties:
 - (1) The recommendation of the local club unless decision is withheld pending gathering of additional facts.
 - (2) That a complete report is being filed with the USAFL Executive Director together with the club's recommendation.
 - (3) The status of each defendant is unchanged until the USAFL Executive Director notifies each defendant of the final verdict.
 - (4) Defendant may appeal from the recommendation of the club by filing a brief containing objections to the recommendation with the USAFL Executive Director within 15 days after being notified of the club's recommendation. A copy of the brief must be filed with the local club within the same length of time.
- q. If either party's testimony is based on a condition that cannot be studied at the hearing, the club president shall appoint a committee to investigate such condition and report back to a subsequent meeting of the board.

In Absentia Suspension Proceedings

- r. A case may be tried in absentia when a defendant cannot be located or if the right to appear at the meeting is not exercised.
- s. Proof must be established that proper notification was given or an adequate attempt to notify the accused had been made.
- t. A registered or certified letter notifying defendant of the club's recommendation must be sent to defendant's last known address. This letter must also advise the defendant of their right to appeal.



Procedure - Local Club Following Suspension Hearing

- u. Notify each defendant, in writing, of the club's recommendation. Such notice to include:
 - (1) That a decision will be announced by the USAFL Executive Director after review by the USAFL Executive Board.
 - (2) That the defendant's status is unchanged until the verdict is announced by the USAFL Executive Director.
 - (3) That the defendant and complainant have a right to appeal the recommendation of the club by filing a brief with the USAFL Executive Director within 15 days of the recommendation, sending a copy of the brief to the club.
- v. File the following with the USAFL Executive Director:
 - (1) Copies of the original complaint and all other correspondence pertaining to the case.
 - (2) Copies of registered or certified mail to each defendant.
 - (3) Copies of minutes of meeting.
 - (4) The complete roster of those present at hearing and, where the hearing is before the board, the names of board members who were absent.
 - (5) Signed return receipts of registered or certified mail letters as proof each defendant did receive notice of charges, hearing date and the recommendation of the club.

Procedure - Board of Directors Following Suspension Hearing

- w. In the case of a suspension of a member club, notify each defendant, in writing, of the board's recommendation. Such notice to include:
 - (1) That a decision will be announced by the USAFL President
 - (2) That the defendant's status is unchanged until the verdict is announced by the USAFL President.
 - (3) That the defendant and complainant have a right to appeal the recommendation of the board by filing a brief with the Executive Director within 15 days of the recommendation, sending a copy of the brief to the member club. The Executive Board's determination of the matter following a review of the appeal will be accepted as a final disposition of the controversy.
- x. File the following with the USAFL Executive Director:
 - (1) Copies of the original complaint and all other correspondence pertaining to the case.
 - (2) Copies of registered or certified mail to each defendant.
 - (3) Copies of minutes of meeting.
 - (4) The complete roster of those present at hearing and, where the hearing is before the board, the names of board members who were absent.
 - (5) Signed return receipts of registered or certified mail letters as proof each defendant did receive notice of charges, hearing date and the recommendation of the club.

SECTION 1 - SUSPENSION PROCEDURES

Reinstatement Procedures

- a. Applications for reinstatement must be filed in writing with the USAFL Executive Director. Applications for reinstatement in cases of nonpayment of league fees/worthless checks or when criteria established by the Executive Board are met, the USAFL has authority to reinstate administratively.
- b. If the USAFL determines a reinstatement hearing is necessary, the club having original jurisdiction must follow these procedures:
 - (1) The request for reinstatement must be considered at a regular or special meeting of that club's board or its hearing committee.



- (2) The applicant must be given at least five days written notice of the right to appear at the meeting when the application is to be considered. The applicant must also be advised that he/she may bring counsel and witnesses.
- c. Following the hearing, the club must notify each applicant, in writing, of the club's recommendation. Such notice to include:
 - (1) That a decision will be announced by the USAFL Executive Director after a review by the USAFL Executive Board.
 - (2) That the applicant's status is unchanged until a decision to reinstate is announced by the USAFL Executive Director.
 - (3) That the applicant has the right to appeal the recommendation of the club by filing a brief with the USAFL Executive Director within 15 days of the recommendation, sending a copy of the brief to the club.
- d. The club must file the following with the USAFL:
 - (1) Copy of letter requesting reinstatement.
 - (2) The club's recommendation, minutes of meeting and a brief summing up its reasons for the recommendation.
 - (3) Roster of board or hearing committee members present. When the hearing is before the board, list names of board members who were absent.
 - (4) Copy of the letter notifying the applicant of the club's recommendation.
- e. The status of the applicant remains unchanged until notified in writing from the office of the USAFL Executive Director of the decision of the USAFL Executive Board.

Special Hearings Committee

- f. The President of the USAFL, on request of the USAFL Executive Director, may appoint a special committee to conduct hearings under the authority given the board in Article 9 of the USAFL Constitution.
- g. The committee, which is fact finding in nature, must make a recommendation at the conclusion of its hearing to the USAFL Executive Board.



Acknowledgement of Member Club

We, _____, a member club of the USAFL agree to adopt and operate in accordance with the Constitution of the USAFL dated _____.

Signed by Authorized Officer of Member Club

This date of _____