

STATE OF ALABAMA *
ESCAMBIA COUNTY *

Bylaws Of
The “M” Club, Inc.
An Alabama Non-Profit Corporation

Article One.

Name: The name of the corporation is The “M” Club, Inc. (M Club)

Purpose

M Club was formed to promote and support T.R. Miller High School Football and to promote fellowship and foster relationships among former and current T.R. Miller High School Football Players.

Amendments: The Bylaws may be amended only after the following:

Submission – All proposed amendments shall be submitted in writing to a member of the Board of Directors.

Adoption – The proposed amendment, together with the opinion of the Board of Directors, shall be read at the annual business meeting of the association, and two-thirds majority of the members voting in person shall be necessary for the adoption of the said amendment.

All amendments to be voted on should be sent to voting members two weeks prior to voting.

Article Two.
Board of Directors

Section 1. *Composition and election:* The Board of Directors shall consist of the officers and three other active members of the organization elected by the voting membership at the annual meeting

Section 2. *Eligibility:* To be eligible as a director, a person must be an Active Member in good standing.

Section 3. *Duties:* The Board of Directors shall have complete control and management of the corporation affairs, funds, and property. The directors shall exercise their duties in a manner consistent with the purposes of this association, keeping in mind this association is not organized for profit.

Section 4. *Officers of the Board:* The President of the M Club shall be the chairman of the Board of Directors. The first vice-president shall be the vice-chairman of the Board of Directors.

Section 5. *Vacancies:* Any vacancy on the Board of Directors occurring between annual elections as a result of death, incapacity, resignation, or other such causes, may be filled by a majority of the directors present at a properly constituted meeting of the board. In case of resignation of the president, the Board of Directors shall elect a new president, who shall come from the Board of Directors.

Section 6. *Meetings:* The board shall meet at least once a year at a time and place to be designated by the president at least thirty (30) days before such meeting is to take place. Special meetings of the Board of Directors shall be held at any time of place on call by the president at least five (5) days before such a meeting. Special meetings of the Board of Directors may be held at any time without notice providing all directors are present or have waived notice thereof.

Section 7. *Proxy Voting:* Any director not present at a meeting will be permitted to vote by proxy by filing notice of such desire with the president before the meeting and designating who shall hold the proxy.

Section 8. *Quorum:* A majority of the directors shall constitute a quorum at any meeting of the board. A majority of the quorum present shall decide any action or matter brought before the meeting.

Article Three. **Officers**

Section 1. *Composition:* There shall be a President, Vice-President (President Elect), Secretary and Treasurer (or Secretary – Treasurer combined). The terms of the Board of Directors and Officers shall be one (1) year.

Section 2. *Eligibility:* To be eligible as an Officer, a member must be in good standing of the organization.

Section 3. *Terms of Office:* The term of office shall be for one (1) year.

Section 4. *Duties:*

(A) *President:* The President shall, when present, preside at all meetings of the membership and shall perform such other duties as the Board of Directors may, from time to time designate. He shall be the chief executive officer of the association and chairman of the Board of Directors.

(B) *Vice-President:* The Vice-President shall assume the duties of the president in absence or incapacitation of the President.

(C) *Secretary:* The Secretary shall keep the records of membership; send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, and such other duties as customarily pertain to such office.

(D) *Treasurer*: The Treasurer shall have custody of all funds, accounting for same to the club at its annual meeting and at any other time upon demand by the board of directors and to perform such other duties as customarily pertain to such office.

Article Four. **Membership**

Section 1. *Composition*: There shall be two (2) classes of membership — Active and Honorary.

Active – Former football players who played and lettered in one football season at T.R. Miller High School and who are otherwise acceptable to the organization shall be eligible for Active membership. Each Active member shall have the privilege of one vote.

Honorary – Honorary membership may be conferred with any individual who in some unusual or praiseworthy manner has contributed significantly or has been associated with T.R. Miller High School Football in such a way that the individual deserves special recognition to be included as an Honorary member regardless of where, or if, the individual played high school football. Such selection shall be by unanimous vote of the club membership in attendance, provided such person's name has been proposed for such membership at a previous regular meeting. Honorary members are not eligible to vote or hold elective office, and they shall have no interest in any of the funds or property of the club.

Section 2. *Dues*: The one time new-member fee, shall be Forty (40) dollars. Dues for former players that join within one year following the last season in which they played and lettered in football shall pay a reduced one time new-member fee of Twenty (20) dollars. Dues are subject to change on a year to year basis by the vote of the Board of Directors.

Section 3. *Cancellation*: A membership may be canceled by the Board of Directors on a two-thirds vote of the directors present and after a cause for cancellation has been presented by a director.

Section 4. *Voting Power*: Active Members are entitled to vote upon all questions submitted to the membership for decision.

Article Five. **Meetings**

Section 1. *Time and Place*: The annual meeting of the association shall be held at a time and place set by the Board of Directors.

Section 2. *Quorum:* The quorum shall consist of one-tenth of the association’s Active Members.

- Meetings called to order
- Reading or disposal of any unapproved minutes
- Report of Board of Directors
- Report of the Committees
- Unfinished business
- New Business
- Adjournment

Article Six.
Committees

Section 1. *Types:* The president shall appoint such committees as he deems necessary with the approval of the Board of Directors.

Section 2. *Appointment:* Members of committees are to be appointed by the president.

Section 3. *Composition:* Any member in good standings may be selected for a committee.

Article Seven.
Fiscal Year

Fiscal year should run from September 1 through August 31.

Article Eight.
Adoption of These Bylaws

Adoption of these Bylaws shall take effect and be put in force upon its adoption.

DIRECTORS
(Including all Elected Officers)
Approving:
