



NATIONAL FEDERATION
OF MIDDLE SCHOOL SPORTS
NFMSS

OFFICIAL BYLAWS

National Federation of Middle School Sports (NFMSS)
Owned & Managed by In Time of Need Incorporated | A 501(c)(3) Nonprofit

Governing standards, responsibilities, and structures for member schools — Grades 6 through 8

Owner In Time of Need Inc.	Trademark USPTO Registered	Grades Served Grades 6 – 8	Chairman / CEO Dorian Williams
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FOUNDATIONAL OWNERSHIP & GOVERNANCE NOTICE

Ownership: The National Federation of Middle School Sports (NFMSS) is wholly owned and managed by In Time of Need Incorporated, a 501(c)(3) nonprofit organization. NFMSS is not an independently incorporated entity.

USPTO Trademark: The NFMSS name, abbreviation, logo, and all associated marks are registered trademarks of In Time of Need Incorporated with the United States Patent and Trademark Office (USPTO). Unauthorized use constitutes trademark infringement.

Managing Board: The Board of Directors of In Time of Need Incorporated is the managing board of NFMSS. NFMSS does not have its own independent Board of

Directors.

Executive Advisory Committee: NFMSS operates under an Executive Advisory Committee (EAC). The EAC's role is strictly advisory — it advises, it does not govern or dictate. The EAC holds no binding authority over NFMSS.

Founder & Perpetual Leadership: Dorian Williams, founder of In Time of Need Incorporated, is Chairman of the Board, CEO/President of In Time of Need Incorporated, and Chairperson of the NFMSS Executive Advisory Committee. All three positions are perpetual and irrevocable.

Perpetual Positions: The position of CEO/President of In Time of Need Incorporated is perpetual and cannot be removed by the Board. The position of Chairperson of the NFMSS Executive Advisory Committee is perpetual and the EAC holds no vote for removal of the Chairperson.

PREAMBLE

These Bylaws constitute the governing rules of the National Federation of Middle School Sports (NFMSS), a program and registered trademark of In Time of Need Incorporated — a 501(c)(3) nonprofit organization founded by Dorian Williams. NFMSS is wholly owned and managed by In Time of Need Incorporated. NFMSS is not an independently incorporated entity and does not have its own Board of Directors. All ultimate governance authority over NFMSS resides with In Time of Need Incorporated and its Board of Directors, under the perpetual leadership of founder, Chairman, and CEO/President Dorian Williams.

These Bylaws are adopted pursuant to the Articles of Incorporation of In Time of Need Incorporated and applicable state nonprofit law. They govern the internal affairs, membership, governance structure, and operations of NFMSS. All bylaws, EAC recommendations, policies, and operational procedures must be consistent with and subordinate to the Articles of Incorporation of In Time of Need Incorporated. In the event of any conflict, the Articles of Incorporation shall control.

NFMSS operates under an Executive Advisory Committee (EAC) whose role is strictly advisory. The EAC advises — it does not govern or dictate. Dorian Williams serves as Chairperson of the EAC on a perpetual basis. The EAC holds no authority to remove the Chairperson and has no vote for that purpose. All member schools, Athletic Directors, coaches, officials, and student-athletes participating under the NFMSS banner are bound by these Bylaws and by any supplemental policies adopted by In Time of Need Incorporated.

Non-Affiliation and Trademark Notice

The National Federation of Middle School SportsSM, also known as NFMSSSM, is an independent organization serving middle school athletics, student-athletes, schools, athletic directors, coaches, officials, parents, and communities.

NFMSS is not affiliated with, sponsored by, endorsed by, operated by, or officially connected to the National Federation of State High School Associations, NFHS, any NFHS member state association,

Non-Affiliation and Trademark Notice

or any other third-party athletic organization unless such relationship is expressly stated in a written agreement or formal public announcement by NFMSS.

The names National Federation of Middle School SportsSM and NFMSSSM, along with NFMSS logos, programs, championship names, event titles, publications, digital platforms, and related brand assets, are owned, used, or claimed by The National Federation of Middle School Sports and may not be used without prior written permission.

All third-party names, logos, trademarks, service marks, and organization names are the property of their respective owners. Any reference to a third party is for informational or identification purposes only and does not imply endorsement, sponsorship, affiliation, authorization, or partnership.

NFMSS reserves all rights to protect and enforce its name, marks, materials, content, and brand identity.

ARTICLE I — PURPOSE

1.1 Mission Statement

The National Federation of Middle School Sports (NFMSS), owned and managed by In Time of Need Incorporated, is established to promote, support, and enhance middle school athletics for students in grades 6 through 8 across the United States. NFMSS exists to provide a structured, equitable, and enriching athletic environment that develops the whole student — physically, academically, and in character — consistent with the charitable and educational mission of In Time of Need Incorporated.

1.2 Organizational Objectives

In pursuit of its mission, NFMSS — through In Time of Need Incorporated — shall:

- Champion the unique developmental needs of middle school student-athletes, recognizing that grades 6 through 8 represent a formative period requiring age-appropriate competition structures and qualified adult guidance
- Build and maintain a national network of member schools committed to excellence in athletics, academics, and character
- Establish and enforce uniform standards for competition, eligibility, safety, and conduct that protect all participants
- Protect and enforce the NFMSS trademarks registered with the USPTO under In Time of Need Incorporated
- Advocate for the value of middle school athletics to parents, school administrators, and policymakers
- Create pathways for student-athletes to progress from middle school athletics to high school and beyond

1.3 Geographic Scope

NFMSS operates nationally, serving member schools across all fifty (50) states and U.S. territories. Regional divisions may be established by In Time of Need Incorporated's Board of Directors to facilitate administration, coordination, and competition at the local and state levels.

ARTICLE II — CORE PRINCIPLES

2.1 Guiding Values

The programs, policies, and operations of NFMSS — conducted under the ownership and management of In Time of Need Incorporated — shall be guided at all times by the following core principles:

- **Excellence & Achievement** — NFMSS promotes high standards of athletic and academic achievement. Member schools are expected to foster competitive programs that challenge and develop student-athletes, while maintaining the primacy of education.
- **Integrity & Ethical Conduct** — All participants must uphold the highest standards of honesty, transparency, and ethical behavior. This includes respectful acknowledgment of NFMSS's governance structure and the authority of In Time of Need Incorporated and its leadership.
- **Sportsmanship & Respect** — All student-athletes, coaches, administrators, officials, and spectators must demonstrate genuine respect for opponents, officials, teammates, and the game. Sportsmanship is a core identity of the NFMSS community.
- **Professional Development** — NFMSS invests in the ongoing education and development of athletic administrators, coaches, and officials through training programs, certifications, and resource-sharing.
- **Equity & Inclusion** — NFMSS is committed to ensuring that all student-athletes have access to safe, fair, and meaningful athletic opportunities regardless of background, gender, geography, or socioeconomic status.
- **Respect for Governance & Trademark** — All member schools must respect the governance structure of NFMSS as owned and managed by In Time of Need Incorporated. Member schools may not misrepresent NFMSS's ownership, leadership, or trademark status, and must cease all use of NFMSS marks upon membership termination.

2.2 Code of Conduct Reference

In Time of Need Incorporated's Board of Directors, under the leadership of Chairman/CEO Dorian Williams, shall maintain a Code of Conduct document that operationalizes these values into specific behavioral expectations for each category of participant.

ARTICLE III — MEMBERSHIP

3.1 Eligibility for Membership

Membership in NFMSS is a privilege granted by In Time of Need Incorporated. It is open to any accredited middle school or educational institution serving students in grades 6 through 8 that meets all NFMSS requirements. All membership decisions are subject to the final authority of the Chairperson and the Board of Directors of In Time of Need Incorporated.

3.2 Membership Application Process

1. Submit a completed NFMSS School Registration Form, signed by the school's principal or head administrator
2. Designate a qualified Athletic Director as the school's official NFMSS compliance contact
3. Pay all applicable membership and registration fees as set by In Time of Need Incorporated's Board of Directors
4. Acknowledge and agree in writing to be bound by all NFMSS bylaws, policies, the Official Compliance Handbook, and the trademark licensing terms of In Time of Need Incorporated
5. Provide documentation of the school's current accreditation status
6. Receive written confirmation of membership approval from the NFMSS Chairperson or Executive Director

3.3 Trademark License Granted to Members

Upon acceptance of membership, member schools receive a limited, non-exclusive, non-transferable license from In Time of Need Incorporated to use the NFMSS name and approved marks solely in connection with their active, sanctioned participation. This license terminates automatically upon expiration, suspension, or revocation of membership and does not survive in any form thereafter. Continued use of NFMSS marks after membership termination constitutes trademark infringement.

3.4 Membership Fees & Dues

Membership dues and fees are established by In Time of Need Incorporated's Board of Directors and communicated no later than 90 days prior to the fee period:

Membership Class	Annual Dues	Sports Covered	Renewal Deadline	Notes
Full Member School	As set by In Time of Need Inc. Board	All enrolled sports	June 30	Standard membership
Per-Sport Membership	As set by Board per sport	Single sport only	June 30	Stackable up to 3 sports
All-Access Membership	As set by Board (flat rate)	All NFMSS sports	June 30	Best value for multi-sport schools

Membership Class	Annual Dues	Sports Covered	Renewal Deadline	Notes
Associate (Provisional)	Reduced rate	Limited — per Board	June 30	New schools, first year only
Affiliate / Nonprofit	As set by Board	Advisory access only	June 30	No competition rights
Honorary Member	Waived	N/A	N/A	Board-granted; non-voting

NOTE: Failure to pay membership fees by the stated renewal deadline results in probationary status. Schools on probation may not participate in NFMSS-sanctioned events until fees are paid in full and membership is reinstated by In Time of Need Incorporated.

3.5 Membership in Good Standing

A member school is considered in good standing when it has paid all dues on time, submitted all required documentation, has no active suspensions or unresolved violations, and maintains a current Athletic Director on file with NFMSS. Only member schools in good standing may register athletes, participate in sanctioned events, and access NFMSS resources.

3.6 Termination of Membership

Membership may be terminated voluntarily by written notice to In Time of Need Incorporated, or involuntarily by In Time of Need Incorporated's Board of Directors for cause — including material violation of NFMSS rules, failure to pay dues, misuse of NFMSS trademarks, or conduct detrimental to the Corporation's mission. All trademark use rights terminate immediately upon membership termination.

ARTICLE IV — RESPONSIBILITIES OF MEMBER SCHOOLS

4.1 General Compliance Obligations

Every member school, by virtue of its membership, assumes full responsibility for ensuring that all athletic activities conducted under its name comply with NFMSS bylaws, the Official Compliance Handbook, and all applicable state and local laws. Membership is a privilege granted by In Time of Need Incorporated, and carries with it a binding obligation to uphold NFMSS standards — including its governance structure and trademark policies — at all times.

4.2 Athletic Director Obligations

Each member school must designate one (1) qualified Athletic Director (AD) who serves as the school's primary contact with NFMSS. The Athletic Director is responsible for:

- Submitting all required rosters, documentation, and compliance certifications accurately and on time
- Ensuring all coaches, officials, and support staff are properly credentialed
- Monitoring student-athlete eligibility and immediately reporting eligibility concerns to NFMSS
- Acting as the school's official representative in all communications with NFMSS, In Time of Need Incorporated, and the EAC
- Ensuring the school's use of NFMSS marks is limited to authorized, active membership activities

4.3 Coach & Staff Obligations

- Hold current NFMSS coaching certification or an equivalent credential recognized by NFMSS
- Complete annual sportsmanship and safety training as required
- Supervise athletes appropriately at all times during practices, competitions, and travel
- Model the Core Principles in all interactions and public communications
- Report any known or suspected violation of NFMSS rules within 24 hours

4.4 Student-Athlete Obligations

- Be enrolled at the school they represent and maintain the minimum academic standing required
- Comply with all eligibility requirements established by NFMSS and In Time of Need Incorporated
- Conduct themselves with sportsmanship and respect toward all participants, officials, and spectators

4.5 Administrative Head Responsibility

The principal, head administrator, or superintendent of each member school holds ultimate institutional responsibility for the school's compliance with all NFMSS rules, the governance structure of In Time of Need Incorporated, and trademark usage requirements. The administrative head may be contacted directly by In Time of Need Incorporated in cases of significant or repeated violations.

4.6 Safety & Supervision Standards

Member schools must ensure that all athletic activities are conducted under qualified adult supervision in safe, appropriate environments. Schools must maintain:

- Current emergency action plans (EAPs) for each sport and venue
- Documentation of facility inspections and safety certifications
- Records of staff first aid, CPR, and AED training
- Incident and injury reports filed within 48 hours of any reportable event

ARTICLE V — SANCTIONING

5.1 Sanctioning Requirement

All member schools must participate exclusively in athletic events officially sanctioned by NFMSS on behalf of In Time of Need Incorporated, unless a specific written exemption has been granted. Sanctioning authority rests ultimately with In Time of Need Incorporated and the NFMSS Chairperson. No event may proceed without written sanctioning approval.

5.2 Purpose of Sanctioning

- **Student-Athlete Protection** — Sanctioned events must comply with NFMSS safety standards, including facility requirements, supervision ratios, and emergency preparedness protocols.
- **Fair Competition** — All participants must meet NFMSS eligibility standards. Sanctioning ensures no team gains an unfair advantage through ineligible players or non-compliant facilities.
- **Standards Compliance** — Sanctioned events must follow current NFMSS rules, use qualified officials, and operate within the governance framework of In Time of Need Incorporated.
- **Accountability** — Sanctioning creates a chain of responsibility from the host school to NFMSS and In Time of Need Incorporated, ensuring any incident can be properly investigated.
- **Trademark Integrity** — Sanctioning ensures events associated with the NFMSS name and trademark meet the standards established by In Time of Need Incorporated as trademark holder.

5.3 Sanctioning Application Process

7. Submit a Sanctioning Application to NFMSS no later than 21 days before the event date
8. Provide documentation of venue, officiating, emergency action plan, and medical coverage
9. Confirm that all participating teams are current NFMSS members in good standing
10. Receive written sanctioning approval from NFMSS before publicizing or confirming the event

5.4 Consequences of Non-Compliance

Violation	Examples	Minimum Action	Maximum Action	Appeal
Administrative	Late roster,	Written	Sanctioning	Yes

Violation	Examples	Minimum Action	Maximum Action	Appeal
	missing forms	warning	denial	
Eligibility	Ineligible athlete competing	Game forfeiture	Season suspension	Yes
Conduct	Unsportsmanlike behavior	Player removal	School suspension	Yes
Sanctioning	Unsanctioned event participation	Event forfeiture	Membership suspension	Yes
Financial	Non-payment of dues	Probationary status	Membership revocation	Yes
Trademark Misuse	Unauthorized NFMSS mark use	Cease & desist notice	Legal action + revocation	Chairman review
Repeat Violations	3+ violations in 12 months	Escalated review	Membership revocation	Chairperson review

WARNING: Schools may not rely on verbal assurances regarding sanctioning status. Only written approval from the NFMSS Executive Office constitutes valid sanctioning. It is the Athletic Director's responsibility to verify independently through the NFMSS portal or written confirmation.

ARTICLE VI — COMPETITION STRUCTURE

6.1 Overview

In Time of Need Incorporated, through NFMSS, provides a structured, tiered competition framework designed to create meaningful and developmentally appropriate athletic experiences for middle school students. All competition levels operate under the governance of In Time of Need Incorporated.

6.2 Competition Levels

Level	Scope	Eligibility	Governing Body	Season
Local	Single district or city	All enrolled members	Local AD / School	Per school calendar
Regional	Multi-district / county	Qualified local teams	Regional NFMSS Rep	Fall / Spring
State	Statewide	Regional qualifiers	State NFMSS Director	End of season

Level	Scope	Eligibility	Governing Body	Season
National	All member states	State champions/qualifiers	In Time of Need Inc. / NFMSS Office	Annual championship
Exhibition	Flexible / non-ranked	Open to all members	Host school / NFMSS Office	Off-season only

6.3 Seasonal Regulations

In Time of Need Incorporated's Board of Directors, under the direction of Chairman/CEO Dorian Williams, establishes seasonal calendars for each sanctioned sport defining official start and end dates, maximum contests per season, mandatory rest periods, and playoff qualification windows. Member schools must adhere strictly to these calendars.

6.4 Officiating Standards

All NFMSS competitions must be officiated by individuals holding current NFMSS officiating certification for the applicable sport. Host schools are responsible for securing qualified officials. NFMSS maintains a registry of certified officials through the NFMSS portal.

6.5 Protests & Disputes

Coaches or Athletic Directors who wish to protest an officiating decision or result must file a written protest with the event director at the time of the dispute, and submit a formal written protest to NFMSS within 48 hours. NFMSS will issue a determination within 10 business days. All determinations may be appealed to the Chairperson and In Time of Need Incorporated's Board.

ARTICLE VII — GOVERNANCE

7.1 Supreme Governing Authority

The supreme governing authority over NFMSS is vested in In Time of Need Incorporated and its Board of Directors. The Board of Directors of In Time of Need Incorporated is the managing board of NFMSS. NFMSS does not have its own independent Board of Directors. All governance decisions of consequence — including amendments to these Bylaws, financial oversight, sanctioning policy, and disciplinary matters — are the exclusive province of In Time of Need Incorporated's Board of Directors under the leadership of Chairman/CEO Dorian Williams.

7.2 Founder & Perpetual Leadership — Dorian Williams

Dorian Williams, founder of In Time of Need Incorporated, holds the following positions on a permanent, perpetual basis that cannot be altered, suspended, or terminated by any vote, resolution, or action of any board, committee, member school, or other party:

Position	Organization / Body	Tenure & Removal
Chairman of the Board	In Time of Need Incorporated	Perpetual — irrevocable by any vote or action
CEO / President	In Time of Need Incorporated	Perpetual — CANNOT be removed by the Board
Chairperson — Executive Advisory Committee	NFMSS Executive Advisory Committee	Perpetual — EAC has NO vote for removal of Chairperson

PERPETUAL AUTHORITY NOTICE: *The positions of Chairman of the Board, CEO/President of In Time of Need Incorporated, and Chairperson of the NFMSS Executive Advisory Committee are held perpetually by Dorian Williams. No board vote, EAC action, membership resolution, or any other mechanism can remove, restrict, or diminish this authority. The CEO/President cannot be removed by the Board. The EAC Chairperson cannot be removed by the EAC.*

7.3 NFMSS Executive Advisory Committee (EAC)

NFMSS operates under an Executive Advisory Committee (EAC). The EAC's role is strictly advisory — it advises, it does not govern or dictate. The EAC exists to provide expert guidance, perspectives, and recommendations to support the Chairperson and NFMSS leadership. The EAC does not hold governing authority over NFMSS.

7.4 EAC Composition & Authority

EAC Role	Function	Binding Authority	Appointment	Removal Authority
Chairperson	Leads EAC; sets agenda; final advisory direction	None over NFMSS governance — advisory only	Perpetual founder position — Dorian Williams	Cannot be removed by EAC. EAC has no removal vote.
Vice Chairperson	Supports Chairperson; coordinates EAC sessions	Advisory only	Appointed by Chairperson	At Chairperson's discretion
At-Large Members	Subject matter expertise (athletics, law, finance)	Advisory only	Appointed by Chairperson	At Chairperson's discretion

EAC Role	Function	Binding Authority	Appointment	Removal Authority
AD Representative	Member school Athletic Director perspective	Advisory only	Appointed by Chairperson	At Chairperson's discretion
Community Representative	Parent / community stakeholder perspective	Advisory only	Appointed by Chairperson	At Chairperson's discretion

7.5 Explicit EAC Limitations

The Executive Advisory Committee operates within the following absolute boundaries:

- The EAC advises — it does not govern or dictate. All final decisions rest with the Chairperson or In Time of Need Incorporated's Board of Directors
- The EAC has absolutely no authority to remove, censure, restrict, or take any action regarding the Chairperson (Dorian Williams). The EAC holds no vote for removal of the Chairperson under any circumstance
- The EAC has no authority to amend these Bylaws, enter into contracts on behalf of NFMSS, commit financial resources, or take any binding action without express authorization from the Chairperson or In Time of Need Incorporated's Board
- EAC members serve at the pleasure of the Chairperson and may be appointed or removed by the Chairperson at any time without EAC vote or approval
- Any EAC member who acts beyond their advisory authority, attempts to exercise governing control, or acts contrary to the Chairperson's direction may be removed immediately

ABSOLUTE RESTRICTION: *The Executive Advisory Committee has zero authority — no vote, no resolution, no recommendation — regarding the removal, restriction, or modification of the Chairperson's role or tenure. This restriction is absolute and permanent and cannot be overridden by any EAC action.*

7.6 Governance Structure Summary

Role	Entity	Function	Authority / Tenure
Chairman of the Board	In Time of Need Inc.	Supreme governance authority over NFMSS and In Time of Need Inc.	Perpetual — Dorian Williams. Cannot be removed.
CEO / President	In Time of Need Inc.	Executive leadership of all NFMSS operations and	Perpetual — Dorian Williams.

Role	Entity	Function	Authority / Tenure
		programs	Cannot be removed by Board.
Board of Directors	In Time of Need Inc.	Managing board of NFMSS; all binding governance decisions	Binding authority per In Time of Need Inc. bylaws
Chairperson — EAC	NFMSS EAC	Leads Executive Advisory Committee; sets agenda and direction	Perpetual — Dorian Williams. EAC has NO removal vote.
EAC Members	NFMSS EAC	Advisory guidance only — recommend, do not govern	Serve at pleasure of Chairperson; no binding authority
Treasurer	In Time of Need Inc.	Financial oversight, reporting, and filings	Appointed by Chairman/CEO
Secretary	In Time of Need Inc.	Records, minutes, compliance filings	Appointed by Chairman/CEO
Executive Director (if appointed)	In Time of Need Inc. / NFMSS	Day-to-day operations under CEO/President	Serves at pleasure of CEO/President

7.7 In Time of Need Incorporated Board — NFMSS Responsibilities

- Set the strategic direction and long-term vision of NFMSS in alignment with In Time of Need Incorporated's mission
- Adopt, amend, and oversee all NFMSS governance documents and operational standards
- Approve the annual NFMSS budget and oversee all financial stewardship
- Protect and enforce NFMSS trademarks registered with the USPTO
- Ensure NFMSS operates in full compliance with federal and state law and In Time of Need Incorporated's 501(c)(3) obligations
- Review and approve major contracts, transactions, and organizational changes

7.8 Member School Cooperation

All member schools are required to cooperate fully and promptly with NFMSS leadership, In Time of Need Incorporated, and the EAC Chairperson in all matters relating to governance, compliance, and administration. Failure to cooperate, or attempts to challenge the governance structure established herein, constitutes a compliance violation subject to disciplinary action including membership revocation.

ARTICLE VIII — OFFICERS

8.1 CEO / President — Perpetual Position

The CEO/President of In Time of Need Incorporated is Dorian Williams. This position is perpetual, established at the founding of In Time of Need Incorporated, and cannot be removed, suspended, altered, or transferred by any vote, resolution, or action of the Board of Directors, any committee, any membership body, or any other party. The CEO/President holds ultimate executive authority over all NFMSS operations, programs, and personnel.

PERPETUAL POSITION: *The CEO/President of In Time of Need Incorporated is a perpetual founder position held by Dorian Williams. This position cannot be removed by the Board, terminated by the EAC, or affected by any vote or action of any body associated with NFMSS or In Time of Need Incorporated.*

8.2 Additional Officers

In Time of Need Incorporated may designate additional officers to support NFMSS operations, all appointed by and serving at the pleasure of the Chairman/CEO:

- Treasurer — Oversees all financial operations; prepares and presents financial reports to In Time of Need Incorporated's Board; ensures timely filing of tax returns; co-signs all significant financial transactions.
- Secretary — Maintains official records and minutes of all Board and EAC meetings; ensures proper notice of meetings; manages corporate filings, compliance documentation, and trademark records.
- Executive Director (Operational, if appointed) — Manages day-to-day NFMSS operations under the direct authority of the CEO/President. Appointed and removable by the CEO/President at any time.

8.3 Officer Conduct & Removal

All officers must comply fully with NFMSS's Conflict of Interest Policy and conduct themselves consistent with the mission and values of In Time of Need Incorporated. Officers who act contrary to the direction of the Chairman/CEO, engage in misconduct, or act in a manner detrimental to NFMSS or In Time of Need Incorporated may be removed by the Chairman/CEO at any time without vote or approval of the EAC or Board.

ARTICLE IX — MEETINGS

9.1 In Time of Need Incorporated Board Meetings

The Board of Directors of In Time of Need Incorporated shall meet no fewer than four (4) times per calendar year to address NFMSS governance, financial oversight, and strategic direction. The Chairman (Dorian Williams) presides. At least one meeting per year must be conducted in person.

9.2 NFMSS Executive Advisory Committee Meetings

The Executive Advisory Committee shall meet no fewer than four (4) times per calendar year at times and in formats determined by the Chairperson (Dorian Williams). The Chairperson sets the agenda for all EAC meetings and may add, remove, or table any agenda item. EAC meetings are deliberative and advisory — no binding action on NFMSS governance may be taken at an EAC meeting. All meeting outcomes are recommendations to the Chairperson and In Time of Need Incorporated's Board.

9.3 Annual Member School Meeting

NFMSS shall host at least one Annual Member School Meeting per calendar year, open to all member schools in good standing. The Chairperson (Dorian Williams) or their designated representative shall preside. The meeting shall include reporting on NFMSS programs and finances, presentation of proposed policy updates, recognition of member school achievements, and facilitation of member school input to the Chairperson and EAC.

ARTICLE X — VOTING & DECISION-MAKING

10.1 In Time of Need Incorporated Board Voting

Each member of In Time of Need Incorporated's Board of Directors shall have one (1) vote on matters brought before the Board, subject to the Chairman/CEO's perpetual authority. Decisions shall be made by a simple majority of those present and voting, unless a higher threshold is required by applicable law, the Articles of Incorporation, or Section 10.3 below.

10.2 Executive Advisory Committee — Advisory Recommendations Only

The NFMSS Executive Advisory Committee does not hold voting authority over NFMSS governance. EAC members may express advisory preferences or recommendations by consensus or informal vote, but such expressions are advisory only and do not bind the Chairperson, the CEO/President, or the In Time of Need Incorporated Board. No EAC recommendation takes effect without affirmative approval of the Chairperson or the In Time of Need Incorporated Board.

10.3 No EAC Vote on Chairperson — Absolute Prohibition

The Executive Advisory Committee has no authority whatsoever to vote on, propose, recommend, discuss, or take any action regarding the position, tenure, authority, compensation, or conduct of the

Chairperson (Dorian Williams). Any EAC discussion, motion, or purported action addressing the Chairperson's authority or tenure is void and of no legal effect. The Chairperson's position exists independently of the EAC and is not subject to EAC review in any manner.

10.4 Supermajority Requirements — In Time of Need Incorporated Board

The following actions require a two-thirds (2/3) affirmative vote of all sitting Board members of In Time of Need Incorporated:

- Amendment of these NFMSS Bylaws
- Removal of any Board member or officer (other than Chairman/CEO, whose position is perpetual and cannot be removed)
- Approval of a plan of dissolution of In Time of Need Incorporated
- Authorization of any transaction exceeding \$25,000 not included in the approved annual budget
- Any action that would materially alter In Time of Need Incorporated's mission or exempt status
- Any action that would transfer, license, or otherwise affect NFMSS trademark rights registered with the USPTO

ARTICLE XI — COMPLIANCE & DISCIPLINARY ACTIONS

11.1 Compliance Obligation

Compliance with NFMSS bylaws, the Official Compliance Handbook, and all supplemental policies is mandatory for all member schools, coaches, officials, and student-athletes. In Time of Need Incorporated, through the Chairperson and its Board of Directors, reserves the right to investigate, adjudicate, and penalize any violation of its rules, including violations of trademark policy and misrepresentation of NFMSS's governance or ownership structure.

11.2 Investigation Process

11. Acknowledge receipt of a complaint within 48 hours and assign a compliance officer
12. Notify the school's Athletic Director within 7 business days unless doing so would compromise the investigation
13. Gather all relevant documentation, statements, and evidence
14. Issue a preliminary findings report within 21 business days
15. Provide the school an opportunity to respond in writing before any formal penalty is imposed
16. Issue a written determination; if warranted, issue a notice of penalty
17. Escalate to the Chairperson or In Time of Need Incorporated's Board for Level IV violations and above

11.3 Emergency Suspension Authority

The Chairperson (Dorian Williams) and In Time of Need Incorporated's Board have authority to impose an emergency suspension of a school's participation rights pending a full investigation where a violation poses an immediate threat to student-athlete safety, NFMSS trademark integrity, or the reputation of In Time of Need Incorporated.

ARTICLE XII — APPEALS

12.1 Right to Appeal

Any member school that receives a formal disciplinary action has the right to appeal that decision. Appeals are reviewed by a panel designated by In Time of Need Incorporated's Board of Directors or the Chairperson. The NFMSS Executive Advisory Committee has no independent appeals authority — any EAC involvement in an appeal is advisory only and subject to final determination by the Chairperson or Board.

12.2 Appeals Filing Requirements

- A written statement identifying the decision being appealed and specific grounds for appeal
- All supporting evidence, documentation, and witness statements
- Signatures of both the Athletic Director and the school's principal or head administrator
- A non-refundable appeals filing fee as set by In Time of Need Incorporated's Board

Appeals must be filed within ten (10) calendar days of receiving the notice of disciplinary action. Late appeals will not be accepted.

12.3 Final Authority

The final determination of any appeal rests with In Time of Need Incorporated's Board of Directors under the leadership of Chairman/CEO Dorian Williams. No further internal review is available after that determination is issued. Schools retain the right to seek legal counsel but should be aware that NFMSS governance decisions are matters of voluntary association governed by In Time of Need Incorporated.

ARTICLE XIII — AMENDMENTS

13.1 Amendment Authority

These Bylaws may be amended only by In Time of Need Incorporated's Board of Directors under the leadership of Chairman/CEO Dorian Williams. The NFMSS Executive Advisory Committee may submit advisory recommendations regarding proposed amendments, but has no authority to adopt, reject, or require amendments. The EAC's role in the amendment process is advisory only.

13.2 Amendment Process

Step	Action Required	Responsible Party	Timeframe
1	Submit written amendment proposal	Any EAC member, officer, or member school (20%+ petition)	Any time
2	Chairperson (Dorian Williams) reviews and approves for EAC agenda	Chairperson of EAC	At Chairperson's discretion
3	EAC deliberation and advisory recommendation	NFMSS Executive Advisory Committee	At scheduled EAC meeting
4	Final decision by In Time of Need Inc. Board of Directors	Board of Directors — In Time of Need Incorporated	Within 30 days of EAC recommendation
5	Chairman/CEO approves and directs implementation	Dorian Williams — Chairman/CEO	Upon Board vote
6	Member schools notified	CEO / Secretary	Within 30 days of approval
7	File with State authority if applicable	Secretary / Legal Counsel	Per State law deadline

13.3 Member School Petition

Member schools may propose bylaw amendments by petition signed by no fewer than twenty percent (20%) of current member schools in good standing, submitted to the Chairperson (Dorian Williams). The Chairperson will determine whether the petition warrants consideration by In Time of Need Incorporated's Board. The Board must consider any petition deemed appropriate by the Chairperson within 60 days.

13.4 Absolute Restrictions on Amendments

No amendment to these Bylaws may, under any circumstances:

- Alter, diminish, suspend, or terminate the perpetual positions of Dorian Williams as Chairman of the Board, CEO/President of In Time of Need Incorporated, or Chairperson of the NFMSS Executive Advisory Committee
- Grant the NFMSS Executive Advisory Committee any governing authority over NFMSS or In Time of Need Incorporated
- Transfer NFMSS ownership or trademark rights away from In Time of Need Incorporated
- Allow any party to remove the CEO/President through a Board vote

- Allow the EAC to vote on or take action regarding removal of the Chairperson
- Conflict with the Articles of Incorporation of In Time of Need Incorporated
- Jeopardize In Time of Need Incorporated's 501(c)(3) tax-exempt status

ABSOLUTE RESTRICTION: *The perpetual nature of Dorian Williams's positions as Chairman, CEO/President, and EAC Chairperson cannot be altered by any bylaw amendment — regardless of vote margin, who proposes it, or what body considers it. These are permanent, irrevocable founder-designated positions.*

FINAL STATEMENT & ADOPTION

*NFMSS is owned and managed by In Time of Need Incorporated,
a 501(c)(3) nonprofit organization founded by Dorian Williams.*

NFMSS is a registered trademark of In Time of Need Incorporated (USPTO).

All authority over NFMSS flows from In Time of Need Incorporated. The positions of Chairman, CEO/President, and EAC Chairperson are held perpetually by Dorian Williams and cannot be removed or altered by any board, committee, or membership action. The Executive Advisory Committee advises — it does not govern or dictate. These Bylaws are adopted in furtherance of the mission of In Time of Need Incorporated and are binding on all member schools, officers, EAC members, coaches, officials, and student-athletes.

These Bylaws are hereby adopted under the authority of In Time of Need Incorporated. All prior bylaws, resolutions, or informal governing documents inconsistent with these Bylaws are hereby superseded and of no further effect.

ADOPTION SIGNATURES

The undersigned, being duly authorized under In Time of Need Incorporated, hereby certify that these Official Bylaws of NFMSS were duly adopted and are in full force and effect.

**Dorian Williams — Chairman of the Board &
CEO/President, In Time of Need Inc.**

Date

Dorian Williams — Chairperson, NFMSS Executive

Date

Advisory Committee

Treasurer — In Time of Need Incorporated

Date

*NFMSS is owned & managed by In Time of Need Incorporated | Founder & Chairman: Dorian Williams | NFMSS is a
USPTO Registered Trademark of In Time of Need Incorporated
compliance@nfmss.org | www.nfmss.org*