

CONESTOGA VALLEY YOUTH FOOTBALL  
ASSOCIATION

**ORGANIZATIONAL BY-LAWS**

Revision 1, 2/10/2012

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## **Part I – General**

### **Article 1- Name of the Organization**

This organization shall be known as the **Conestoga Valley Youth Football Club**, hereinafter referred to as CVYFA. The CVYFA will maintain status as a nonprofit organization under the laws of the Commonwealth of Pennsylvania, and shall maintain its tax-exempt status under the Internal Revenue Code.

### **Article 2 - Purpose of the Organization**

#### **Section 1: Mission Statement**

The purposes of the CVYFA shall be to administer the game of football among eligible youth within Conestoga Valley School District and surrounding areas, to promote a sense of pride and belonging among the students, staff and community and advance the development of trustworthiness, respect, responsibility, caring, fairness and citizenship. This model is designed to help coaches and student-athletes develop healthy attitudes regarding competition and winning and commitment to the principles of good sportsmanship. All members of the CVYFA will be held accountable for teaching, advocating and enforcing this model. Student-athletes will be called upon to exhibit these traits by serving their community and showing grace in defeat and humility in victory; all while representing Conestoga Valley Football Association in a positive way.

#### **Section 2: Area of Service**

The CVYFA serves the general area of Conestoga Valley School District but membership is not limited to those physical boundaries.

### **Article 3 - Objectives of the Organization**

#### **Section 1: Core Objectives**

1. Promote and maintain the safety of all CVYFA members
2. Ensure that participation shall not be restricted by Race, Sex, Creed, Religion, National Origin or Ethnic Group
3. Instruct participants in the fundamentals of football with focus on the importance of hard work, sportsmanship, teamwork and scholastics in an atmosphere conducive to developing sound mind, body and character.
4. Adopt and maintain policies and procedures that are in the best interests of its members and promote the growth of the organization.
5. Champion the Rules, Regulations, and By-Laws of the CVYFA, Red Rose Midget Football League, and/or any and all other Local, State, and/or National Football Organizations of which CVYFA is a member.
6. With cooperation from the Conestoga Valley High School varsity football coach(s), develop a program of instruction for both coaches and player development that is consistent through all levels of the organization and maintain a status as a feeder program for the Conestoga Valley High School Program.

## **Article 4 - Memberships in Other Organizations**

### **Section 1: Red Rose Midget Football League**

The CVYFA shall maintain its bylaws and policies in compliance with the bylaws and policies of the Red Rose Midget Football League. In the event of any conflict between the bylaws and policies of the CVYFA and the bylaws and policies of the Red Rose Midget Football League, the provisions of the Red Rose Midget Football League of which the CVYFA is a member shall take precedence.

## **Article 5 - Authority of the Organization**

### **Section 1: Collective Authority**

The collective authority of the CVYFA is comprised of all active adult members in good standing of the CVYFA. During annual elections, the CVYFA Members will elect representatives to the Board of Directors who will conduct the day to day operations of the organization.

### **Section 2: Governing Authority**

The governing authority of the CVYFA will operate as representatives of the Members of the CVYFA. The governing authority of this CVYFA shall be vested in an elected body known as the Board of Directors (Board), which shall exercise the right of decision on all matters pertaining to CVYFA affairs in accordance with the bylaws and policies of the Red Rose Midget Football League, the CVYFA bylaws and policies and the CVYFA Standard Operating Procedures Manual. *(See Part III, Article 2 for election of officers)*

## **Article 6: Fiscal and Seasonal Football Year**

### **Section 1: Fiscal Year**

The Club's financial year shall be from January 1 – December 31.

### **Section 2: Seasonal Year**

Opening practice will take place on the third Monday before Labor Day. There will be no organized contact the first three days of practice. League games and playoffs shall be completed no later than November 30th, unless delayed by an Act of God. The league schedule will not begin until Labor Day weekend. *(Per bylaws and policies of the Red Rose Midget Football League – Article 4, Section 2)*

## **Article 7 - Dissolution of CVYFA**

### **Section 1: Dissolution**

Should the CVYFA be dissolved, all monetary and physical assets remaining after payment of all debts shall be turned over to the Red Rose Midget Football League, or to another IRS tax-exempt charitable organization for programs promoting youth sports in the Conestoga Valley School District.

### **Section 2: Merger**

Should the CVYFA merge with another, all assets shall be transferred to the surviving entity by the end of the fiscal year.

## **Part II - Membership**

### **Article 1: Equal Opportunity**

The CVYFA will not discriminate against any individual on the basis of race, color, religion, age, sex, national origin, disability, or sexual orientation.

### **Article 2: Definition of Membership**

The terms “Member(s)” or “Membership” as used in CVYFA documentation refers to a voluntary association or union between two parties, also called a “non-legal member/ membership” and does not in any way imply any legal ownership or rights within the organization.

Membership is open to any youth of eligible age, player parents/ guardians, coaches, administrators and volunteers who are not serving a suspension from participation by any organization of which it is a member, any of its member clubs, or by any youth athletic organization in its territory.

#### **Section 1: Youth Members**

**Youth Members** - Are non-voting members that are registered Youth Participants of the CVYFA, or youth volunteers under the age of 18.

#### **Section 2: Adult Members**

**Adult Members** - Are the parents or legal guardians of the Youth Participants of the CVYFA, elected members of the board of the CVYFA, current coaches and adult volunteers that are registered members of the CVYFA and are at least 18 years of age.

#### **Section 3: Voting Members**

All Adult members are eligible to vote at the Annual General Membership Meeting and any Special General Membership Meetings; all Adult Members shall be eligible to vote on matters that are brought before the meeting.

##### **Sub-Section 3.1: Limitations**

Adult members are limited to not more than 2 voting persons per family. Each voting person is limited to one vote; regardless of the number of offices that person may hold.

### **Article 3: Participants**

#### **Section 1: Youth Participants**

Youth Participants are all registered and eligible players within the age and weight limits covered under **Article V** of the **Red Rose Midget Football League by-laws**, and who have completed and submitted all applications and forms to the CVYFA Athletic Director in the format prescribed by the CVYFA. All fees established by, and payable to, the CVYFA shall accompany all registration forms. Acceptance of fees by the CVYFA shall constitute approval of the application provided all other registration and eligibility requirements have been met. Youth participants are not voting members of the organization.

## **Section 2: Adult Participants**

Adult participants are all officers, directors, coaches, managers, and other elected or appointed administrators who work on behalf of the CVYFA. Acceptance of Adult Participants by the CVYFA shall be subject to approval and verification. The CVYFA may not accept an individual who is restricted or suspended from participation by any sports organization.

## **Section 3: Conditions of Participation**

Both Youth and Adult Participants shall be held to the bylaws and policies of the Red Rose Midget Football League as well as the CVYFA's bylaws and policies contained in the CVYFA Standard Operating Procedures and therefore subject to their terms and conditions.

## **Section 4: Background Checks**

All officers, coaches and adult volunteers must submit to annual background checks per the terms and conditions defined in the background check policy contained within the CVYFA Standard Operating Procedures (SOP) manual.

## **Part III – Operations**

### **Article 1: Officers of the Board of Directors**

#### **Section 1: Members of the Board of Directors**

The Board of Directors is required to have at least 4 members. Board members must be 4 different individuals. No individual may hold more than one position as an elected officer. Additional board members may be added if supported.

The officers include:

- President
- Vice President
- Secretary
- Treasurer
- Member-at-Large (Optional)

#### **Section 2: Terms for Elected Officers**

Terms for elected officers are two (2) years with elections alternating annually. The terms for current officers are as follows:

- President and Treasure - 2012 thru 2014
- Vice-President and Secretary - 2012 – 2013

#### **Section 3: Election of Officers and Directors**

All members of the Board shall be elected by the active members of the CVYFA at the Annual General Membership Meeting (AGMM). Notification of the time a place of the AGMM must be made available to all eligible and active voting members of the CVYFA no less than 30 days prior the event.

##### **Sub-Section 3.1: Majority of Votes**

A majority of the votes cast in a specific contest shall be required to elect a person to the Board of Directors.

##### **Sub-Section 3.2: Ties**

If there are more than 2 candidates for a position on the Board and no candidate receives a majority of the votes cast, the candidate with the fewest votes shall be eliminated and another round of ballots shall be cast. Voting shall continue until a candidate receives a majority of the votes cast

##### **Sub-Section 3.4: Vacancies of Office**

Any office vacated prior to the end of its current term must be filled within seven days of vacancy. Notification must be sent out to all voting members announcing the vacancy, the date, time and location of the Special Election Meeting

##### **Item 3.4.1: Temporary Appointment**

- a) The Board may appoint an eligible club member on an interim basis to perform the duties of the vacated office; however, the interim officer will not have the authority to vote as a

member of the board until elected by the general members by either a special election meeting or at the AGMM.

- b) The person appointed in an interim position will be eligible as a candidate during the Special Election Meeting as long as all other criteria for being considered an eligible candidate have been met.
- c) If an eligible member cannot be found prior to the Special Election Meeting, the President will assume the responsibilities of the vacated office until such time as an eligible member is found or the special election meeting is held and a candidate has been elected.
- d) In the case where the vacated office is the office of the President, the Vice President will serve out the remainder of the current term as President and a special election meeting will be held to select a Vice President.
- e) The Vice President assuming the position as President in the event of a vacancy is eligible for re-election to the office of President.

#### **Section 4: Removal of Officers or Directors**

A Board member may be suspended or removed from office for failure to meet the responsibilities of their office or for otherwise acting in a manner detrimental to the interests of the organization. Removal of an officer can only take place after an investigation by a board appointed Fact Finding Committee has been conducted and all findings are presented to the officers of the board not named in the investigation during a hearing held by the board of directors. Once all findings have been submitted and due process has been served, the removal of the officer will require an affirmative vote from a majority of the officers not named in the investigation. In the case of gross negligence or criminal misconduct, the board may at its discretion, remove an officer without forming a fact finding committee with a majority of board member votes. Additional procedures can be found in the CVYFA standard operating procedures manual.

### **Article 2: Officer Duties**

The following are general descriptions of officer duties. The detailed roles and responsibilities of the officers of the board of directors are further defined in the CVYFA standard operating procedures manual.

#### **Section 1: President**

The President shall supervise all activities of the Club and Board. The President shall be the presiding Officer at all Club meetings. The President shall appoint committees as needed or when charged to do so by a majority of the elected officers and shall be an *ex officio* member of all committees. The President shall be the official representative of the Club in all interactions with the public, except when another person has been given that authority by the President with the approval of the Board. The term of the President is for one year but is eligible for re-election during the annual General Members Meeting

#### **Section 2: Vice President**

The Vice President shall assume the duties of the President in the President's absence and otherwise assist the President as required. The VP shall serve as Club Parliamentarian and be a voting member of the Board.

### **Section 3: Secretary**

The Secretary shall keep and publish an accurate record of all meetings, maintain the files of the Club and be responsible for the preparation of the annual report, and be a voting member of the Board. The Secretary shall be responsible for disseminating all information as deemed necessary by the Board of Directors. This includes but is not limited to:

- 1) Maintaining the club website updating information about the club and communications announcing registration, leagues and seasons to members and potential members
- 2) Maintain a current mailing file to include Board members, coaches, assistant coaches, referees, and players.
- 3) Communicating changes in club schedules including cancelation or rescheduling of practices and games.

### **Section 4: Treasurer**

The Treasurer shall be in charge of the financial affairs and activities of the Club, shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by the Club, all assets owned or controlled by the Club and all debts owed by the Club. The Treasurer shall disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the AGM, and shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed. The Treasurer shall prepare, or cause to be prepared, all documents required to allow the Club to maintain its tax exempt status under the Internal Revenue Code and the laws of the Commonwealth of Pennsylvania.

### **Section 5: Member-at-Large (Optional)**

The Member-at-Large is the liaison between its members the organization. Their focus should be on how any policies and procedures the board of directors wish to enact will affect these members and to raise concerns if the membership suffers in any way. Provide advice and counsel to the President and Board. Serve as a voting member of the Board. Working with the President, help ensure compliance with **Board policies and procedures and all relevant legal and ethical standards, including** policies and standards governing eligibility of players, adult members and coaches. Due to the nature of the role of the Member at Large, to eliminate any perceived conflict of interest, this position may not be held by a current coach. Member at Large will also serve along with the Vice-President to help ensure adherence with established meeting protocol.

## **Article 3: Appointed Coordinators**

The Board may choose to request Coordinators to assist in the performance of duties. If no coordinator is appointed, the respective officer is solely responsible for the performance of the duties under their office.

### **Section 1: Appointment of Coordinators**

Appointed Coordinators shall serve for the seasonal year in which they are appointed, unless another term is set by the Board upon appointment. Appointed coordinators serve at the pleasure of the Board and may be removed by a majority vote of the Board at any Board meeting.

**Section 2: Authority of Coordinators**

Appointed Coordinators will maintain their right to vote during annual general membership meetings but shall not be entitled to vote on issues before a Board meeting and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting.

**Section 3: Coordinator Duties**

Appointed Coordinators shall attend regular Board meetings, shall advise the Board on all matters pertaining to the programs under their jurisdiction, and may participate in Board discussions.

**Article 4: Committees**

The Board may create committees for the purposes established by the Board.

**Section 1: Creation of Committees**

The Board may choose to form a committee to assist in the performance of a specific function. The duration of such *ad hoc* committees shall be established by the Board. The Board may adopt policies that specify details of committee formation, staffing, and reporting to the Board.

**Section 2: Ex-Officio Member**

The President shall be an *ex-officio* member of all committees established by the Board, although the Board may appoint another person to chair the committee.

## **Part IV - Administration**

### **Article 1: Policies of Operations**

Policies of the CVYFA are defined within the CVYFA Standard Operating Procedures (SOP) Manual. The policies contained within the SOP are guidelines for the day to day operations of the CVYFA. The Board may by majority vote of a quorum of duly elected board members adopt/ amend policies to govern the operations of the Club.

#### **Section 1: Adoption of New Policies**

The following are guidelines for adopting new policies:

##### **Sub-Section 1.1: Required Vote**

A majority of vote of those Board members present at any Board meeting at which there is a quorum is sufficient to adopt, repeal, or amend a policy.

##### **Sub-Section 1.2: Terms**

Once adopted, a policy will govern the operations of the Club until amended or repealed.

##### **Sub-Section 1.3: Notification**

The Board shall make appropriate provisions to inform its members of changes to SOP policies.

### **Article 2: Financial Policies**

The Board shall decide all matters pertaining to the finances of CVYFA. It shall place all income in a federally insured financial institution and direct the expenditures from the same. The Treasurer and President will have signing privileges on the accounts.

#### **Section 1: Budget**

The Board shall approve an annual budget each year that will estimate the income and expenses of the organization. Financing of the organization will be accomplished primarily through registration fees, fundraising and donations. The CVYFA will not incur any ineptness unless authorized by 2/3 majority of the Board.

#### **Section 2: Annual Review**

If required by a Board decision, a review by a party independent of the Board, shall review the annual statement and reconcile the accounts of the CVYFA.

#### **Section 3: Tax Reporting**

The Board shall cause tax reports to be prepared and submitted to the IRS in accordance with IRS rules for non-profit and tax exempt organizations.

#### **Section 4: Financial Statements**

A financial report stating the account balances, income and disbursements shall be provided at each regularly scheduled board meeting. An annual financial report shall be submitted at the annual meeting of members.

#### **Section 5: Insurance**

The board shall procure an annual liability insurance policy that will satisfy the requirements of the Conestoga Valley School District, the Red Rose Football League, and other organizations that may require such coverage.

## **Part VI – Meetings**

### **Article 1: Rules of Order**

Meetings will be conducted under the rules contained in the current edition of Robert’s Rules of Order, Newly Revised, in all cases to which they are applicable and in which they are consistent with the Bylaws and any special rules of order the CVYFA may adopt. The Vice President will ensure compliance with the rules of order and has final authority under those guidelines. In the case where the Member-at-Large is not present, the President will perform these duties.

### **Article 2: General Membership Meeting**

#### **Section 1: Chairperson**

The CVYFA President shall chair the meeting and may not vote on any issue during a general membership meeting, other than election of officers and directors.

#### **Section 2: Annual General Membership Meeting (AGM)**

The Annual General Membership Meeting (AGM) shall normally be held on the first Thursday of November. At this meeting election of officers will occur. Voting shall be by the eligible members as specified in Part II, Section 3 of the CVYFA Standard Operating Procedures.

#### **Section 3: Special Membership Meetings**

Special Membership Meetings may be called at any time to discuss or vote on matters that impact the organization. Any member that would like to call a special membership meeting must contact the board of directors and submit their reason for the meeting. The board by majority vote will decide if the meeting should be scheduled or if it would be better served in a special board meeting.

##### **Section 3.1: Notification of Special Membership Meetings**

The Board must provide not less than 7 days notice to eligible members prior to any general membership meeting.

##### **Section 3.2: Order Of Business for Special Membership Meetings**

The Board shall set the order of business for General Membership Meetings. Bylaw revisions shall be submitted to the membership per **Part VI** of this document.

##### **Section 3.2: A Quorum for Action at a Special Membership Meeting**

A quorum for action at a special membership meeting shall consist of not less than  $\frac{1}{4}$  of the eligible voting members of the CVYFA. A majority vote of those eligible members present at any membership meeting shall be required for approval of any issue brought to a vote at such meeting. If there is not at least  $\frac{1}{4}$  of the eligible members present at the special membership meeting, the meeting must be rescheduled. Attending members must sign an attendance sheet to document their presence at the meeting.

## **Article 3: Board of Directors Meetings**

### **Section 1: Monthly Board Meetings**

Regular Board Meetings shall be held monthly at the time and place designated by the Board. Members may attend monthly board meetings but may not participate or vote on any motions being voted on by the board. The board may request to close a meeting to the general membership at its discretion.

### **Section 2: Executive Committee or Special Board Meetings**

Executive Committee or Special Board Meetings shall be held at a time and place specified by the President, or by a majority vote of the Board or Executive Committee. Special meetings may be called at any time there is a quorum of board members.

### **Section 3: Meeting Agendas**

The President shall set the order of business for all Meetings.

### **Section 4: A Quorum**

A quorum for a board meeting shall consist of a majority the voting members of the board. No CVYFA business can be conducted without a Quorum.

## **Part V – Amendments**

### **Article 1: Bylaw Changes and Amendments**

The following are guidelines for changes to the CVYFA by Laws:

#### **Section 1: Submittal for Change**

A proposed change or amendment to the CVYFA By-Laws must be submitted in writing to the President or Secretary of the Club not later than thirty (30) days before the General Membership Meeting. Such changes shall be transmitted to Board Members and eligible voting members of the Club not later than fifteen (15) days prior to the annual general membership meeting or thirty (30) days prior to a special membership meeting in which the proposed change is to be decided.

#### **Section 2: Required Vote**

Changes or amendments to these bylaws may be adopted at any General Membership Meeting or special general membership meeting upon a two-thirds (2/3) majority vote of the accredited voting members present. Each eligible person may only cast one vote, regardless of the number of offices held and votes are limited to two (2) votes per family.

#### **Section 3: Successful Changes**

Successful changes to the CVYFA By-Laws will take effect immediately after a successful vote and will govern future circumstances for which the change was intended.

#### **Section 4: Unsuccessful Changes**

Any proposed change to the By-Laws that does not gain the required majority vote cannot be voted on again until the next annual general membership meeting.

### **Article 2: Provisional Bylaw Changes**

The Board, by a two-thirds (2/3) majority vote, may create temporary bylaw changes for governing specific cases or occasions not provided for in the Bylaws, but which may be necessary for the Club to meet required objectives. Provisional changes so adopted will be submitted to the membership in accordance with **Part VI, Article 1, Section 1** as a proposed Bylaw amendment at the next General Membership Meeting. All provisional changes to the By-Laws must be communicated to the general membership within 5 business days of being approved.

### **Article 3: Severability and Precedence**

#### **Section 1: Compliance**

Any section of these bylaws considered to be in violation of applicable laws shall not affect the remaining sections that are in compliance with those laws.

#### **Section 2: Precedence**

The bylaws and policies of the organizations of which the Club is a member shall take precedence over these bylaws. The Board shall submit an amendment to these Club bylaws at the Club's next General Membership Meeting to eliminate the cause of any conflict.