



# **Shrewsbury Youth Football and Cheerleading Association, Inc.**

## **Constitution and By-Laws**

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**Restated as of  
01-10-2007**



# **Shrewsbury Youth Football and Cheerleading, Inc.**

## **Constitution and By-Laws**

### ARTICLE I – NAME

The name of this organization shall be known as Shrewsbury Youth Football and Cheerleading, Association Inc. (herein know as the “Association”).

### ARTICLE II - STATEMENT OF AFFILIATION

The Association shall be affiliated with Pop Warner Little Scholars, Inc. (hereinafter referred to as PWLS, Inc.) and shall be governed by, and comply with the principles, rules, and regulations enunciated and decreed by PWLS, Inc. and the Highest Local Authority (hereinafter referred to as “HLA”) as chartered by PWLS Inc. in which the Association is a member.

In accordance with Section 501(c)(3) of the Federal Internal Revenue Code of 1948, and as amended, the Association shall operate exclusively as a non-profit educational organization providing a supervised program of competitive athletic activities for children. No part of the net earnings of the Association shall inure to the benefit of any private individual or other organization. The Association shall not participate in any way in the creation or distribution of propaganda or in any other way or means attempt to influence local, county, municipal, state or federal legislation or intervene in any political campaign on behalf of any candidate for public or governmental office.

### ARTICLE III - SITE OF PRINCIPAL OPERATION

The principal operation of the Association shall be in the town of Shrewsbury, County of Worcester, State of Massachusetts, but may extend into such areas as are permitted by the rules and regulations of the PWLS, Inc. and said HLA in which the Association is a participating member.

### ARTICLE IV – OBJECTIVE

The Association is organized to develop and operate a football and cheerleading program in affiliation with PWLS, Inc. in conformity with and pursuant to the principles, rules and regulations enunciated by said PWLS, Inc. In conjunction with such purposes, the objective of this Association, through the medium of supervised competitive football and cheerleading programs, guided and governed by the PWLS, Inc. and HLA, is to seek to instill in the youth of the community of Shrewsbury and regardless of race, creed, religion, or national origin, the ideals of good sportsmanship, teamwork, honesty, loyalty, courage, academic scholarship and reverence, so they may be finer, stronger, and happier youth who will grow to be good productive healthy adults.

All Directors, Officers and Regular Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games or competitions are secondary and that the molding of our youth as future citizens of society is of prime importance.

## ARTICLE V - MEMBERSHIP

### Section 1 - Eligibility.

Any person sincerely interested in active participation to achieve the objective of the Association may apply to become a Member.

### Section 2 - Classes.

There shall be the following classes of Members:

- Participant Member: Any child who is eligible to participate in Football or Cheerleading under the rules promulgated by the Association, and who resides within the authorized boundaries of Shrewsbury, shall be eligible to participate in the program but shall have no rights, duties or obligations in the management or in the real or intangible property of the Association.
- Regular Member: Any adult actively interested in furthering the objectives of the Association shall become a Regular Member upon either:
  1. Election by the Board of Directors (such individuals generally do not have children participating in the program but who wish to assist in delivery of the Association's goals and objectives); or,
  2. Upon registration of his or her child that meets the requirements of participation in the program.

The Secretary shall maintain the roll of membership. Only Regular Members in good standing are eligible to apply for a Board position.

All Officers, Members of the Board of Directors (herein referred to as the "Board"), Committee Members, Coaches, Coaching Assistants, and other elected or appointed officials must be active Regular Members in good standing.

- Honorary Member: Any person may be elected as an Honorary Member by the unanimous vote of all Board Members present at any duly held meeting of the Board of Directors, but such person shall have no rights, duties, or obligations in the management or in the real or intangible property of the Association.

- Sustaining Member: Any person not a Regular Member who makes substantial financial or other contributions to the Association may, by majority vote of the Board of Directors, become a Sustaining Member, but such person shall have no rights, duties or obligations in the management or in the real or intangible property of the Association.

As used hereinafter, "Member" shall mean a Regular Member unless otherwise stated.

Section 3 - Other Affiliations.

Members, whether "Regular" or "Participant", shall not be required to be affiliated with another group, organization or association to qualify as a member of the Association.

Section 4 - Suspension or Termination.

Membership may be terminated by resignation or by action of the Board of Directors.

- (a) The Board of Directors, by a two-thirds (2/3's) vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including any Officer, Director, or Coordinator who may be on the Board, when the conduct of such person is considered detrimental to the best interests of the Association. Such discipline, suspension or termination of membership may be for the current or for any or all future years.

The Member involved in such proceedings shall be notified in writing of such meeting by the Secretary, and shall be informed of the general nature of the charges presented before the Board of Directors and be given an opportunity to appear at the meeting to respond to, or to answer such charges to the best of their ability.

- (b) Participant Member - the Board of Directors shall, in case of such notification to be presented to a Participant Member, give advance notice to the Dean of the respective College and the Head Coach of the particular team of which the participant is a member. Said Head Coach shall appear, in the capacity of an adviser, with the participant and said participant's parent(s) or legal guardian(s), before the Board or a duly appointed committee of the Board of Directors, which shall have the full power to suspend or revoke such participant's right to future participation in the Association's sanctioned programs for the current or for any or all future years.

- (c) All Participant Members, Regular Members, Head Coaches and their assistants in any-and-all capacities, shall lose Membership tenure as such immediately as of the earlier of:
- (1) The end of the season, including playoffs, championships, bowls or any other Association sanctioned competitive event or,
  - (2) December 31 of each calendar year.

#### Section 5 - Officers of the Association.

The following administrative positions shall bear the name of an Officer of the Association:

- President
- Executive Vice President
- Secretary
- Treasurer

An Officer shall be elected to such position in the same manner as a Director is elected to the Board of Directors and as enunciated in Article VII. Officers are Board Members and are charged with overall responsibility for the operation of the Association in accordance with the Association's By-Laws contained herein, common sense and the good judgment of a prudent person.

### ARTICLE VI – DUES

#### Section 1 - Dues for Participant Members.

Dues, if any, may be fixed at such amounts as the Board of Directors (herein referred to as "Board") shall determine prior to the beginning of any membership period.

#### Section 2 - Failure to Pay Dues.

Members who fail to pay his or her fixed dues within thirty (30) days from the time such dues become payable may, by vote of the Board of Directors, be dropped from the rolls and shall forfeit all rights and privileges of membership.

#### Section 3 Registration Fees for Football Players and Cheerleaders.

Registration Fees for Football and Cheerleading participants shall be set annually by the Board of Directors.

Changes to the amount of the Registration Fee may be modified from time to time and shall be prospective in nature. All changes in the Registration Fee, any surcharges, late fees, or other similar related fees, must be voted on and approved by two thirds (2/3's) of the Board Members present at a Regular or Special Meeting of the Board. Said changes must be announced through any or all of the following methods: website notification or posting, local TV advertisements, hard copy postings, general or personal letters or mailings, brochures, e-mails or any other means that is appropriate and cost effective.

Changes to such fees shall not take effect until at least 45 days following approval by the Board of Director's and following no less than 30 days of public posting, and must apply to all prospective participant registrants on a fair basis and in a non-discriminatory manner.

No child shall participate in the programs of the Association without payment of the Registration Fee, unless such fee (in whole or in part) is waived by direction of the Board of Directors. A request for such waiver must first be presented in writing to the Board stating the reasons for the request following procedures as set-forth and approved by the Board Members. Requests must receive the consent of the majority of the Board Members present at a Regular or Special Meeting of the Board. Approval or denial of such waivers must be applied on a uniform, consistent and non-discriminatory manner. By majority vote of approval of the Board Members, the conditions or criteria which such decisions are based may be amended, in whole or in part, or relinquished in it's entirety at any time following due process of the Board. All waivers of any kind shall be documented and provided to the Secretary, the Dean of the respective College and the Treasurer.

## ARTICLE VII - GENERAL ASSOCIATION

### Section 1 – Number of Board Members, and Term of Office.

The management of all real or intangible property and all affairs of the Association shall be vested in the Board of Directors. The number of Directors shall not be less than five (5) nor more than thirty-two (32). The Officers and Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in such capacity until the earlier of his or her formal resignation, the next Annual Meeting, or election of his or her successor who shall have been duly qualified and elected. Each Director, Officer or other named Official of the Association shall be a named Fiduciary of the Association and shall act with prudence in regard to all business of the Association, and shall make such decisions and take such actions based on the good of the Association and not to the benefit of one or more of the other Board Members or to him or her self.

### Section 1a – Coordinators.

Coordinators are elected by the Directors of the Board to assist in carrying out the duties of the various departments and the Association as a whole. Coordinators are non-voting Board Members.

### Section 2 - Required Numbers.

The Board membership shall include a minimum of three (3) Head Coaches and one non-coach volunteer. The number of Head Coaches elected to the Board shall not exceed a minority of the total number of Board Members.

### Section 3 - Annual Election.

At the November Meeting, (one month prior to the Annual Meeting), the Officers in attendance at such meeting shall determine the number of Directors to be elected for the ensuing year. At the Annual Meeting, the current Board Members shall then elect the Directors to fill those positions. Voting on candidates for these positions is to be made at the Annual Meeting or as soon as possible following the Annual Meeting if not able to be filled during the meeting..

The number so fixed may, within the limits prescribed by the foregoing Section 1, be increased or decreased at any Regular or Special Meeting of the Board Members. If the number of Board Members is increased, the additional Director(s) may be elected at the meeting at which the increase is voted, or at any subsequent Regular or Special Meeting. If the number of Board Members is decreased, the removal of such Board Member position, if such position is not already vacated, shall be terminated at the meeting at which the decrease was voted.

All elections of Directors and Officers shall be by majority vote of all Board Members present or represented by a properly executed and signed Absentee Ballot filed with the Secretary prior to the date of the election meeting (see Section 7 of this Article VIII).

### Section 4 - Vacancies.

Any vacancies that occur in the Board of Directors shall be filled as soon as administratively possible. The Board shall hold a Special Meeting or at the next Regular Meeting, move to replace the Board Member position vacated.

The President, Executive Vice President or the Secretary may, whenever they deem it advisable, or at the request of five (5) other Directors, call for a Special Meeting of the Board. Notice of each Special Meeting shall be given by the Secretary to each Director either by e-mail, personal notification, or by phone call at least three (3) days before the time appointed for such meeting.

In case of Special Meetings, such notice shall include the purpose of the meeting. Matters not stated in that special meeting notification may not be acted upon at the meeting.

Fifty one percent (51%) of the members of the Board of Directors shall constitute a quorum for the transaction of business relative to this Section 4.

### Section 5 - Duties and Powers.

The Board of Directors by majority vote of those present, shall have the power to appoint one or more Special Committee(s) to assist the Board in the execution of its duties. Such committee(s) shall be provided authority as deemed appropriate for the scope of their charge and shall be delegated such powers as the Board

shall deem advisable and which it may properly delegate. The length of term of such Committee(s) shall not extend beyond the time needed to complete its stated charge. In appointing such Committees the Board shall appoint at least one (1) Board Member and at least two (2) other Regular Members to serve on said Committee(s). The Committee shall report to the Board at the Regular Meetings or earlier if deemed necessary.

The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Association as it may deem proper.

The Board shall have the power, by a vote of two-thirds (2/3's) of those present at any Regular or Special Meeting, to discipline, suspend or remove any Director, Officer, Official or Committee Member of the Association in accordance with the procedures as set forth in Article V, Section 4.

#### Section 6 - Head Coaches

All Head Football and Head Cheerleading Coaches in the Association will be nominated by its Regular Members or Board Members. All nominations shall be submitted to the Board in writing. Following due discussion, all such positions shall be voted on by the Board on an annual basis in accordance with procedures set forth in Article X – Section 2. All Head Coaches shall be notified of their confirmation and election to this position and shall be provided instructions and a list of such responsibilities.

All Head Coaches are responsible for ensuring that their actions and those of their assistant coaches, or other positions so named by the Head Coach, abide by the Coaches Code of Conduct as enunciated by the said PWLS, Inc. If an Assistant Coach or Head Coach, or any other position named by such Coach, is in violation of said Code of Conduct, a hearing before the Board is mandated. At such time, the Board will rule as to the future participation of said Coach in the Association.

#### Section 7 - Absentee Ballot

For the express purpose of accommodating a Board Member in good standing who cannot be in attendance at the Annual, Regular or Special Meeting for which a motion requiring a vote is being taken, an Absentee Ballot may be requested and obtained from the Secretary of the Association. For each phase of voting, there shall be a separate Absentee Ballot. Each Absentee Ballot shall be: a) properly completed, b) signed; and, c) returned to the Secretary in a sealed envelope indicating on the outside of said envelope which phase the enclosed ballot pertains to. Absentee Ballots must be received by the Secretary no later than 5:00 p.m. of the day of the meeting.

The Secretary shall present all sealed Absentee Ballots to the Board at the beginning of the meeting for which the ballot is to be cast and prior to the

conducting of any business. The Absentee Ballots shall remain sealed until the general voting of each phase has been completed. Upon collection of the general ballots for a particular phase by the Secretary, the Absentee Ballot(s) for only that particular phase shall then be opened and validated as noted below in this Section 7.

With regard to validation, the Secretary and the E.V.P. or President shall first review each Absentee Ballot for a particular phase to determine if said ballot meets the conditions previously described herein. Only upon such satisfactory review and concurrence by both parties conducting the review, shall the Absentee Ballot be deemed to be a valid Official Ballot and its vote shall be counted as if the vote was cast in person.

Absentee Ballots that do not satisfy these three (3) requirements, or if it is found that the Board Member filing the Absentee Ballot is in fact in attendance at the Board Meeting for which the ballot was submitted, shall be deemed invalid and shall not be counted.

Section 8 – Administrative Forms For the purpose of managing the affairs of the Association’s Football and Cheerleading programs, the Board shall develop any documents deemed necessary to collect required information needed to register a child as a Participant Member, or to appoint a Regular Member to an Officer, Board Member, Head Coach, Assistant Coach or any other named position in the Association. These documents shall apply equally to all persons wishing to participate in Association sponsored programs. Administrative forms or such other documents may be created, modified, or deleted in their entirety from time to time and such actions shall be approved by the Board by majority vote of the Board Members in attendance at any Regular or Special Meeting where this is a topic of discussion.

Forms that may, be required, include but are not limited to:

- Registration Form
- Football Equipment Agreement
- Cheerleading Uniform Agreement
- Summary of Parental Releases and Code of Conduct
- Participant Medical Release Form

#### ARTICLE VIII – RESPONSIBILITIES AND POWERS OF BOARD MEMBERS

The Board of Directors, their roles, duties, responsibilities, and function shall be defined in Attachment A and may be modified from time to time.

Following Board Member approval of all Board positions for the ensuing year, an organizational chart, Attachment B, shall be created to visually align all such positions for the current year.

## ARTICLE IX - VOTING RIGHTS

Each member of the Board of Directors shall have one vote per motion or item. The President shall not vote on any motion or item before the Board; however, on any motion or item before the Board, and only in the event of a tie vote, the President shall cast the final tie-breaking vote.

Understanding that at any Board Meeting there may be present both voting members (Directors and Officers) and non voting members or persons (such as Coordinators, Regular Members, Participant Members, Honorary Members or other guests or attendees), and that any action or motion before the Board requiring a vote of its members shall be conducted as follows:

- There will first be a motion, and a second, to call for a vote on a proposal before the Board.
- The President, or such delegate, shall call for an oral or raised hand vote from all voting Members of the Board.
- If from that vote, there is an undisputable response either “for” or “against” the proposal, the President announces the response and the voting is declared complete and final.
- Notwithstanding any of the above, if the outcome of the vote is uncertain, any Board Member may, with a "second", request a role call vote to be conducted.
- Following such action, the Secretary shall call out each Director and Officer’s name and record his or her vote as either “For”, “Against”, or “Abstain”.
- The Secretary then tallies the votes and the President, or his delegate, announces the outcome and the voting is declared complete and final.

For any Regular or Special Meeting where a motion has been made before the Board, any Board Member may make a motion to conduct the vote by secret ballot versus the “oral” or “raised hands” process noted above.

If such a motion is made, and seconded, and without further vote of the Board, the secret ballot voting process as noted in Article X Sections 1(e) and 1(f), shall be substituted for use of other methods.

Notwithstanding the above, for the voting in of any Directors or Coordinators at any time during the year, or the removal of any Director or Coordinator at anytime during the year, such voting shall be only conducted by secret ballot as defined in Article X – Nominations - Sections 1(e) and 1(f).

## ARTICLE X – NOMINATIONS

### Overview of Election Process:

Beginning with the September Board Meeting solicitations of the current Board members shall be made to ascertain each member's intent to participate in the program for the upcoming new year.

At the October meeting, the Board shall review the response of the solicitation, positions that will be vacated and identify any changes needed in the organization. Following the October Board Meeting, notification to the Public as to the date of the Annual Meeting and Board elections shall be made.

At the November meeting the Board reviews the potential changes in the Board and the candidates received so far, CORI checks completed and information packets are sent out to the Board Members on the new candidates.

At the December meeting, the elections are conducted in 3 phases, Officers first, then Directors, and lastly Coordinators.

In general, all Board positions are "open" for challenge at the Annual Meeting; viz., Regular Members may run for any Board position at the Annual Meeting.

### Section 1 – Board Members

All positions on the Board are considered "open" and may be challenged each year. Nominations for any Board or Coordinator position may be from new Regular Members wishing to serve on the Board, or from current Board Members or Coordinators wishing to again serve on the Board.

Solicitation of Positions: Each year, following the September Board meeting, and at least 15 calendar days before the October Board meeting, the Secretary shall solicit from each Board Member and Coordinator his or her intent to continue participation in the administration of the Association as a Board Member. Solicitation of intent shall be made as follows:

- A) Remain in the same Board position, however, another individual may wish to also apply for this position;
- B) Leave the current position and apply for a new position on the Board; or,
- C) Vacate the current position and elect to NOT serve on the Board next year.

Responses to the annual solicitation shall be directed to the Secretary who will track and tabulate all responses. At the October Board meeting, the Secretary shall present to the Board the results of the solicitation.

#### Section 1a – Board Positions

Any Board position to be vacated shall be identified by the Secretary and shall be noted as an “open” position. Each year, the Board shall review and discuss the need and applicability of all Board position(s) and consider the need to remove or add any position(s) that the Board deems necessary for the orderly administration of the organization to meet the organization’s goals for the next year. Voting on the addition or deletion of any Board or Coordinator position(s) – (that is to say, the “position” itself and not the individual) shall be made solely by the Officers of the Association to facilitate the execution of their duties as outlined in Article V, Section 5.

Following the restructuring of the Board and Coordinator positions, if any, the Secretary shall identify those positions that remain “open”, and any current Board or Coordinator members that wish be considered for any position(s). In addition, the Secretary shall work with the other Directors in preparing a public notice of the upcoming Annual Meeting and the solicitation of interest to participate in any Board related position(s).

Notwithstanding any of the above, during periods of transition of key positions on the Board, the Officers may elect to have a “transition year” for such key position as so deemed by the Officers. Under a “transition year” the Board elects a Member as a replacement for a “key” position. The replacement is thus a Board Member with full voting rights, and carries the title of the “Position Elect”. At the end of the year, the current Position resigns and the Position Elect becomes the “Position” and the transfer of information and power is complete. For the succeeding year, the “key” position shall be protected and shall not be subject to voting; however, for the following year, the position would again be eligible for open voting. For example:

The President of the Board at the beginning of year 2007 announces plans to vacate that position at the end of the year. The Officers deem this position to be a key position requiring a “transition year”. The Board will then elect a Member to replace the President at the beginning of the succeeding year - 2008. During 2007, the new President Elect and the current President both serve on the Board and the transfer of information, process, and power occurs throughout the 2007 year. Accordingly, at the end of the 2007 year the current President resigns and the President Elect shall be named President and the transfer of power is complete. At the beginning of year 2008, the President’s position is protected and shall not be voted on. For the 2009 year, the President’s position would be subject to candidates wishing to run for that office.

If two or more Board Positions are held by one Director, the Officers may request that one, or more, of the positions is vacated so proper attention to each position's responsibilities will be provided to the Board during the year.

If a Board position is unopposed at the Annual Meeting, provided the current Board Member does not resign that position prior to the Annual Meeting, then the incumbent would remain in that position.

If a Board position is challenged (viz., another Regular Member chooses to run for that position), the incumbent will lose that seat if the challenger receives the majority vote.

It is possible that a Director running for one or more positions may be not be elected to any position and could be unseated and end up not being on the Board in either or any capacity, unless later elected to yet another open position.

#### Section 1b – Public Notice:

For at least 45 days, but not more than 60 days prior to the holding of the Annual Meeting, the Association shall provide public notification of intent to hold a meeting and to elect Board Members and Coordinators for the upcoming year. Posting of this notice shall be made by any or all of the following methods: Newspaper, TV, posting on the Association's website, placement in its weekly newsletters, and through other personal or oral announcement or notification.

#### Section 1c - Applicants:

Subject to Article V Section 2, Members wishing to be considered for a Board or Coordinator position must complete a Volunteer Application and provide a letter of interest indicating the Board position he or she is applying for. Both documents shall be directed to the Secretary and must be received at least 10 business days prior to the date of the Annual Meeting.

During the 10 days preceding the Annual Meeting, the Secretary shall have each Volunteer Application processed by the Town's Police Department. Only Volunteer Applications receiving a favorable report (qualified) shall be considered by the Board. The Board will consider any qualified person who satisfies the requirements of Article V as a party interested in a position on the Board.

#### Section 1d - Elections:

Within 5 business days of the Annual Meeting, the Secretary shall provide to the Board Members an election packet containing copies of each applicant's letter of interest and a sample paper ballot outlining the Association's Board and Coordinator positions and those individuals interested in holding such positions.

At the Annual Meeting, the Board Members shall discuss the attributes of all applicants, consider his or her willingness, strengths and weaknesses, and his or her ability to serve the Association in a manner deemed appropriate and consistent with its stated objective.

The order of positions to be discussed and voted on by the Board Members at the Annual Meeting shall be completed in three (3) phases:

- Phase 1, the four (4) Officers of the Association, the:
  - a. President,
  - b. Executive Vice President,
  - c. Secretary; and,
  - d. Treasurer.
- Phase 2, the Various Department Heads and related Directors as deemed necessary by the Board; and,
  - a) Phase 3, the Coordinators.

#### Section 1 e – Secret Ballot

Notwithstanding any of the above, for the election of all Directors of the Board at the Annual Meeting, voting on each above mentioned Phase shall be conducted only by secret ballot. Each Director present at the Annual Meeting shall be called by name by the Secretary and be presented an Official Voting Ballot. Directors not able to attend the Annual meeting may at any time prior to the actual date of the Annual Meeting complete an Official Absentee Ballot and forward it to the Secretary as so outlined in Article VII - Section 7.

#### Section 1 f – Tallying of Votes and Declarations

Following the collection of voting Ballots at the Annual Meeting for Phase 1, the Secretary and E.V.P. shall separately and independently tally the votes. Upon comparison of the vote results and concurrence on the vote's tally, the President shall be advised of the results and announce the results of the voting and declare this phase of the voting process complete and final. Upon completion of the declaration of the appointments from Phase 1, this process shall be repeated separately for Phase 2, and then again repeated separately for Phase 3.

However, it shall be noted that immediately after the announcement of the results from one Phase and before the voting begins for the next Phase, the Secretary shall ask if any party on the Ballot wishes to remove his or her name from said ballot. If such deletion(s) are made, the Secretary shall advise the Board accordingly and the individual's name shall be stricken from the Official Voting Ballot. Conversely, if after one Phase of voting is completed, and before the next Phase of voting commences, an unsuccessful candidate in a previous phase may notify the Board of his or her intention to be considered as a "write in" for a position yet not voted on. When any changes have been determined, or if there are no changes to the Ballot, the voting of the next Phase shall proceed following the above outlined process.

### Section 2 – Head Coaches and Assistants

The Dean of both the Football and Cheerleading Colleges shall present in writing to the Board, but no later than June 1 of the current year, all nominations for Head Coaches.

All Head Coaches will, by June 15, present their nominations for Assistant Coaches or other such assistant positions, to the respective Dean's of the Football or Cheerleading Colleges. Pending the Dean's review and approval, all such nominations shall then be submitted to the Board for review and approval.

Notwithstanding the above, prior to all such nominations being considered by the Board, each applicant will complete a Volunteer Application Form and submit it to the Secretary at least 20 days prior to the above stated dates, wherein the Secretary shall have such application reviewed by the Town's Police Department. Each application receiving a favorable response (Qualified) shall be eligible to be presented to the Board for review, consideration and for vote of acceptance or denial.

## Article XI - FINANCIAL AND ACCOUNTING

### Section 1

The Board of Directors shall decide all matters pertaining to the finances of the Association and it shall place all income in a common treasury, directing the expenditure of same in such manner as will give no individual or team an advantage over those in competition with such individual or team.

### Section 2

The Board shall not permit the contribution of funds or property to individual teams but shall solicit same for the common treasury of the Association thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the Association.

### Section 3

No Director, Officer or Member of the Association shall receive, directly or indirectly, any salary, compensation or monetary or intangible remuneration from the Association for services rendered as a Director, Officer, Member or Coach.

### Section 4

All monies received shall be deposited to the credit of the Association in the local financial institution selected by the Board of Directors and all disbursement shall be made by check. All checks shall be signed by the Treasurer and either the President or the Executive Vice-President.

### Section 5

The fiscal year of the Association shall begin on the first day of January and shall end on the last day of December.

### Section 6

Distribution of Property upon Dissolution: Upon dissolution of the Association and after all outstanding debts and claims have been satisfied, the Board Members shall direct the remaining property of the Association to another Federally Incorporated entity which maintains the same objectives as set forth herein, which are or may be entitled to exemption under Section 501(c)(3) of the Internal Revenue Code or any future corresponding provision.

## ARTICLE XII - MEETING & QUORUM

### Section 1 - Regular Meetings

Regular Board Meetings are to be held monthly on a date pre-determined and as set forth at the Annual Meeting. Changes to such meeting dates shall be made as soon as practicable but with at least 3 days advance notice.

### Section 2 - Annual Meeting

The Annual Meeting shall be held in early December on a date pre-determined by the Board .

### Section 3 - Emergency or Special meetings

When it is necessary, an Emergency or Special Board Meeting may be called with 24 hours notice and shall be in conformance with Article VII, Section 4.

### Section 4 – Order of Business

1. Call to order by the President, EVP, or the presiding Officer.
2. Roll call by the Secretary.
3. Reading of the previous meetings notes by the Secretary or his or her delegate. Following delivery of the report and any discussions, a motion to vote on the report and any modifications noted in the motion requires a majority vote of those Board Members present.

4. Treasurers Report presented by the Treasurer or his or her delegate. Following delivery of the report and any discussions, a motion to vote on the report and any modifications noted in the motion requires a majority vote of those Board Members present.
5. Reports presented by auxiliary committees as applicable.
6. Old business
7. New business
8. Notice of next meeting.
9. Adjournment.

#### Section 5 – Quorum

A Quorum of fifty one percent (51%) or more of the Board Members is necessary to hold a meeting, make operational decisions and implement new procedures, programs, processes, etc.

### ARTICLE XIII – AMENDMENTS

Amendments to the By-Laws of the Association may be made from time to time. Proposed modifications, additions, or deletions of the By –Laws, in whole or in part, must be presented in writing to the Secretary at least 30 days before the date of the meeting during which such change(s) will be discussed. The Secretary shall disseminate copies of the proposed change(s) to all Board Members at least 15 days before the meeting and be voted on by no less than eighty percent (80%) of the Board Members.

### ARTICLE XIV - GOVERNMENT

The Association will abide by all the rules and regulations of the HLA of which it is a member under the guidelines set forth by the official rules of PWLS, Inc.

To deal effectively with any problems and or conflicts, the Association will use the following chart of communications:

- 1) Board of Directors
- 2) Deans of the Football and Cheerleading Colleges
- 3) Head Coach of the respective team.

This chart will be used for all communications starting with the Head Coach of the respective team contacting the Dean of his or her respective College. If not resolved within a reasonable amount of time (14 days), a letter must be written to the Board. No complaint or request shall be acted upon unless all details are given in writing and signed by all those requesting the answer or action. Should the Dean of the College resolve the conflict, an accounting of such conflict and it's agreed to resolution, shall be submitted in writing to the Secretary.

A complaint or request submitted to the Board will not be acted upon until the next monthly meeting (or if deemed necessary – an Emergency or a Special Meeting is called) with the stipulation that all prior regulations or processes have been followed. The party(s) requesting the action will receive a response within 14 days of said meeting.

The only exception to this policy would be in relation to charges of which an immediate Summary Authority must be exercised. In such an event, a formal hearing is mandated. If, as a result of said meeting, it is the conclusion of the Board to defer to a civil authority, full cooperation is expected of all parties.

#### ARTICLE XV- FORMAL HEARING

Verbal and written notice of a formal hearing must be delivered to each party. The notice must include the date and place of hearing and a list of specific charges. It must also advise the parties to their right to be represented at the hearing by a person of their choice. Charged parties shall have the right to introduce witnesses and/or bring documents to support a defense, cross examine witnesses and inspect any item introduced as evidence at the time it is presented. All formal hearings are to be tape-recorded. After the hearing, a written statement and decision must be delivered to each party within 14 days of the hearing, said statement must include any penalties imposed. The hearing board (tribunal of no less than 5 Members and to be an odd number) shall consist of at least 3 Association Board Members and two Regular Members. The Secretary shall record the meeting as it occurs.

#### ARTICLE XVI - PROTEST OF DECISIONS BY THE BOARD

A formal written protest must be submitted to the Board within 21 days of the original decision and provide a reason for the protest. A final decision will be sent to all involved parties within 14 days. A formal protest may be submitted for record protesting the decision of the Board. However, all decisions of the Board are final.

#### ARTICLE XVII - YOUTH ELIGIBILITY

All football players and cheerleaders must meet and maintain all requirements set forth by PWLS, Inc. and HLA, to which the Association is subject, to be eligible to participate in any of the Association's functions.

## ARTICLE XVIII - SYFCA AWARD PROGRAM

The following describes the awards that a team's members and named coaches will be given upon attaining various levels of achievement. The award provided is for the highest level achieved and is not cumulative; meaning, if you win the National Championship, you receive only those items identified for that level; That is to say, you do not get "all" of the awards preceding that level.

### I. SECTION 1 – SYFCA AWARD PROGRAM OUTLINE

- a) The Award is for the actual winning team players only. For example: If the A team Cheerleaders win the New England Regional Competition Championship, then they get their New England Regional Competition Championship Award. However, if the same A Team Football players only achieve a Division Championship level, the Football team only receives SYFCA hats or T-Shirts.
- b) All associated team members of a winning team (cheerleaders and football players) may pay full price for the other member's award. For example: Using the same example with the A team above, if the football players want to buy a Cheerleader's Champ Award they may do so, and vice versa.
- c) Receipt of the award is dependant upon the individual parties providing checks to SYFCA prior to the ordering of the equipment. No "COD" orders will be accepted. Furthermore, the member must be in good standing with SYFCA at the time the order is placed- that is, the member has no outstanding debts to SYFCA or outstanding equipment.
- d) The below "caps" on the SYFCA dollar amount may be adjusted for inflation from time to time by majority vote of the Board Members assembled at any Regular Board Meeting or at a Special Board Meeting where this is the (a) named item of such Special Board Meeting as held in accordance with the SYFCA By Laws.
- e) The award coordination will take place between Head Coach and / or Team Parent, who will work with the Directors of Merchandise to fulfill order. The Directors of Merchandise will work with the Team Representatives and The Treasurer to facilitate the awards issue. If possible the order should be placed in a timely basis after the season ends to coordinate with a scheduled Team party or the Annual Banquet.

**Football**

<b>If the football team achieves the following:</b>	<b>Achievement Award Provided by SYFCA for Football</b>
Division Championship	SYFCA Hats or T-Shirts (Limit \$20)
Super Bowl Championship	Jersey Or Hooded Sweatshirt with script name and number. (Limit \$50)
Central Mass League Championship	Jersey or Hooded Sweatshirt with script name and number. (Limit \$50)
State Championship	State Championship Coat. SYFCA's portion is capped at \$75 per player or coach. (Limit \$75)
New England Championship	New England Championship Coat. SYFCA's portion is capped at \$75 per person for Coat and SYFCA Equipment Bag \$25 (Limit \$100)
National Championship 1 <sup>st</sup> Place	National Championship Coat. SYFCA's portion capped at \$150 per person for Coat, Bag, and a Championship Ring (Limit \$150)

**Cheerleading**

<b>If the Cheer team achieves the following:</b>	<b>Achievement Award Provided by SYFCA for Cheerleading</b>
Fun Competition 1 <sup>st</sup> Place	SYFCA Hats or T-Shirts (Limit \$20)
CMPW Competition 1 <sup>st</sup> Place	Jersey or Hooded Sweatshirt with script name. (Limit \$50)
New England Championship	New England Championship Coat. SYFCA's portion is capped at \$75 per person for Coat and SYFCA Equipment Bag \$25 (Limit \$100)
National Championship 1 <sup>st</sup> Place	National Championship Coat. SYFCA's portion capped at \$150 per person for Coat, Bag, and a Championship Ring (Limit \$150)

**II. SECTION 2 – SYFCA AWARD PROGRAM *SYFCA LOGO AND STYLE***

- a) SYFCA Logo and Style for jackets will used to keep brand recognition and franchise Integrity. At Super Bowl level the coat will be vinyl or nylon based.
- b) At the state championship or national level the coat can additionally be a varsity lettermen's coat in leather or wool.

**III. SECTION 3 – SYFCA AWARD PROGRAM *ALLOTMENT CAP***

- a) SYFCA's Award Program is capped at \$5000 per year (other than travel allotment for National Qualifiers)
- b) If the allotment is not used in its entirety or at all, the balance will be deposited into a SYFCA Money Market Fund designated as the SYFCA Award's Endowment Fund
- c) All Players will receive a Trophy each year at the Banquet to represent the achievement of playing and cheering for SYFCA for the season.
- d) If a Team or Squad qualifies for National Play, then SYFCA's implied assistance will be for a cap of \$5000 for the year of qualification.

IV. SECTION 4 – SYFCA AWARD PROGRAM **SPECIAL AWARDS**

- a) SYFCA Iron Man Award - (A Transition Photo Plaque from Mitey Mite to Midgets) – presented at the banquet to the players who have played through each level (Mitey Mite through Midget) consecutively.
- b) SYFCA Senior Cheer Veteran Award - (A Transition Photo Plaque from Mitey Mite to Midgets) – presented at the banquet to the players who have cheered through each level (Mitey Mite through Midget) consecutively.

V. SECTION 5 – SYFCA AWARD PROGRAM **DIRECTORS AWARDS**

SYFCA Community Champions Award – (Presented to each board member who has served SYFCA as an officer, director, or coordinator in service.)

- a) Bronze – (1 to 5 years of Service) – Engraved Plaque
- b) Silver – (5 to 10 years of Service) – Engraved Plaque and Pocket Watch
- c) Gold – (10 years or more of Service) – Engraved Plaque, Pocket Watch and Alumni Chair

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