

**By Laws of the
P.W. Spartans Youth Football and Cheerleading, Inc.**
(Formerly Plymouth Whitmarsh Spartans Midget Football, Inc.)

Article I Name

This shall be a non-profit organization called P.W. Spartans Youth Football and Cheerleading, Incorporated, hereinafter referred to as the “P.W. Spartans,” “Spartans,” or “Organization.”

Article II Objectives

- A) The objectives for the P.W. Spartans shall be to implant firmly in the youth of our community the principles of good character development, e.g., courage, responsibility, sportsmanship, fair play, leadership, respect for rules and regulations, etc., as well as to foster higher achievement in scholastic activities.
- B) The objectives shall be achieved by providing supervised competitive football games that foster favorable character development. The supervisors shall bear in mind that the molding of future men and women is of prime importance, and that the winning of games is secondary.
- C) It is MANDATORY that each youth in the program be given an opportunity to participate in each game, unless he or she is benched for disciplinary or safety reasons in the judgment of the head coach of the team, with the consultation and advice of first aid personnel.
- D) It is MANDATORY that each cheerleader in the program be given an opportunity to participate in each game, unless he or she is benched for disciplinary or safety reasons in the judgment of the head coach of the team, with the consultation and advice of first aid personnel.

Article III Membership

There shall be three (3) types of membership:

- A) Regular (adult) membership
 - 1. Acquiring Membership – Any interested adult can gain membership through an introduction by a regular member to the membership in attendance at a regularly scheduled meeting,

plus the affirmative vote of the members present at the next successive regularly scheduled meeting.

2. Retaining Membership – A regular member shall continue in full force and effect so long as any and all dues, assessments or other financial obligations to the organization are current, subject to the provisions of Article III, A-3 “Recall.”
3. Recall – Any regular member whose conduct and decorum are considered detrimental to the best interest of the P.W. Spartans, may be suspended by the Board of Directors, providing that the member has prior notice of the action and is given ample opportunity to defend his/her interest.
4. Each regular member shall be entitled to vote for each elected member for the Board of Directors (subject to the provisions of Article V, Section D), President, Vice President, Secretary, Treasurer and two At-Large Members. Further, members are expected to vote opinions regarding the operation of the organization during the monthly meetings as well as actively participate in the work of the various operating committees.

B) Junior Membership

1. Acquiring Membership – Any interested junior adult can gain membership through an introduction by a regular member to the membership in attendance at a regularly scheduled meeting, plus the affirmative vote of the majority of the members present at the next successive regularly scheduled meeting.
2. A junior member is any interested youth, under 18 years of age, who for some reason is not able to participate as a youth member (age or health), but wishes to be active in the affairs of the organization.
3. A junior member is not a voting member of the organization, but is expected to voice his/her opinions regarding the operation of the organization at the regular monthly meetings and to lend assistance to the regular operating committees.

C) Youth Membership

Any youth is eligible for membership upon application, subject to the following conditions:

1. We recommend a health examination be taken by each youth.

2. He/she will submit a release of liability signed by his/her parent or legal guardian for injury sustained while participating in activities related to the P.W. Spartans.
3. Eligibility for participation in the team's activities will be based upon age, weight, or similar requirements as specified by the league for such activities.
4. Payment of registration fee, which includes the individual insurance premium for P.W. Spartans activity in accordance with the rules of the league(s) of which it is a current member.

Article IV Government

- A) The Government of the P.W. Spartans shall be under the supervision of a Board of Directors. The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Athletic Director, League Representative, Cheerleading Director, and two At-Large Members.
- B) All matters concerning the policy of the P.W. Spartans, both fiscal and administrative, shall be decided by a vote of the Board of Directors. At least five (5) members of the Board must be present to constitute a quorum
- C) The Spartans shall have the following powers in addition to the powers expressly or implicitly conferred on it by law: to make and enforce rules and regulations to govern itself on a local basis, but consistent with and not contrary to any rules and regulations promulgated by the league(s) of which it is a current member.
- D) Members and others shall refrain from directing complaints or protests to the coaches. All protests or complaints must be made to an At-Large Member. Complaints or protests presented other than in this fashion will not be honored.

Article V Board of Directors

- A) The following positions shall be filled by election by the regular membership: President, Vice President, Secretary, Treasurer, and two At-Large Members. The Athletic Director, Cheerleading Director and the League Representative shall be appointed by the Board.

- B) All nominees for President, Vice President, Secretary and Treasurer must be regular members, and must have been a member for at least one (1) full calendar year, and they must attend three (3) monthly meetings prior to the December elections. Appointed positions can be filled at any time on an interim basis by a vote of the members of the Board. There shall be no other requirements for nomination. Nominations and elections will be held on the night of the December meeting.
- C) A person elected to any one of the aforementioned offices must receive a plurality vote of the regular members present at the election meeting. All voting shall be by secret ballot.
- D) In order for a member to be eligible to vote in the December election, he/she must attend at least three (3) monthly meetings per calendar year. The election shall be at the regularly scheduled meeting for December each year.
- E) The term of each member of the Board shall be for one year, and shall run from January to December.
- F) ALL Board members may succeed themselves.
- G) At the discretion of the Board of Directors, any member thereof may hold a coaching position including the President and Vice President.
- H) Regular meetings of the Board of Directors shall be held on such days as determined by the Board. Members of the Board who fail to attend more than two (2) consecutive Board Meetings must show due cause or face removal from the Board by a majority vote of its remaining members.
- I) As provided in 15 Pa.C.S.A. 5713, a director of the Corporation shall not be personally liable for monetary civil damages for any actions taken unless:
 - 1. The director has breached or failed to perform the duties of his office under the Pennsylvania Not for Profit Corporation Law; and
 - 2. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.
- J) A director of the Corporation shall be indemnified and held harmless by the Corporation for all actions taken by such Director and for all failures to take action (regardless of the date of any such action or

failure to take action) to the fullest extent provided by the directors, officers and comprehensive general liability insurance policies in effect against all expense, liability and loss (including without limitation attorneys' fees, judgments, fines, taxes, penalties, and amounts paid or to be paid in settlement) reasonably incurred or suffered by the director in connection with any threatened, pending or completed action, suit or proceeding (including without limitation an action, suit or proceeding by or in the right of the Corporation), whether civil, criminal, administrative, investigative or through arbitration.

1. No indemnification pursuant to this Section shall be made, however, in any case where the act or failure to act giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness.
2. The right to indemnification provided in this Section shall include the right to have the expenses reasonably incurred by the director in defending any action, suit or proceeding paid by the Corporation in advance of the final disposition of action, suit or proceeding to the fullest extent permitted by Pennsylvania law continues so to require, the payment of such expenses incurred by the Director in advance of the final disposition of an action, suit or proceeding shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of the director, to repay all amounts so advanced without interest if it shall ultimately be determined that the Director is not entitled to be indemnified under this Section or otherwise.
3. Indemnification pursuant to this Section shall continue as to a Director who has ceased to be a Director and shall inure to the benefit of such person's heirs, executors and administrators.

Article VI Duties of Board Members

- A) President: The President shall preside at all meetings. He/She shall represent the P.W. Spartans in all official business; he/she shall recommend for appointment all committee chairmen. He/she shall vote in case of a tie.
- B) Vice President: In the absence of the President, the Vice President shall perform all duties of the President.

- C) Secretary: Shall keep minutes of all meetings and shall be responsible for the safekeeping, updating of all club records and documents except those pertaining to matters of finance. Act as corresponding secretary, and be responsible for notifying members of all meetings.
- D) Treasurer: The Treasurer, with the assistance of the Ways and Means Committee Chairman, shall be responsible for the compilation of the final budget for the yearly operation of the Spartans and for the submission of the budget to the Board of Directors for approval. He/she shall maintain a bank account in the name of P.W. Spartans. It shall be his/her responsibility to cause the audit of all books and records prior to the end of each fiscal year. He/she shall have the power to draw checks on the organization's funds for operational expenses as approved by the Board of Directors. All checks will be countersigned by the President. The Treasurer will be adequately bonded.
- E) Athletic Director: The Athletic Director will assure that the objectives of the organization and the league are maintained by the P.W. Spartans personnel, especially the coaching staff on the athletic field. He/she shall secure candidates for head coaching positions and submit their resumes and his/her recommendations to the Board of Directors for their approval. The incumbent head coach will be given first consideration. Applicants for head coach positions must be a member of the Spartans for one (1) year, unless waived by the Board of Directors. He/she shall appoint interim head coaches when vacancies develop during the season. He/she shall be responsible for all inventory, and issuance of football equipment.
- F) At-Large Members (2): They shall be principally concerned with liaison between the regular membership and the Board.
- G) League Representative: He/she shall represent the organization at all Keystone State League meetings. He/she will appoint his own alternate league representative with the approval of the Board.
- H) Cheerleading Director: The Cheerleading Director will assure that the objectives of the organization and the league are maintained by the P.W. Spartans Cheerleader personnel, especially the coaching staff. He/she shall secure candidates for head coaching positions and submit their resumes and his/her recommendations to the Board of Directors for their approval. The incumbent head coach will be given first consideration. Applicants for head coach positions must be a member of the Spartans for one (1) year, unless waived by the Board of Directors. He/she will be responsible for all inventory, and issuance of cheerleader equipment.

Article VII Regular Meetings

- A) Roberts Rule of Order shall be used as a guide at all meetings. Meetings will be held monthly and on such other occasions as the Board of Directors feels necessary.
- B) Any vote or election may be carried by a majority vote of the regular members (including the Board of Directors) present and voting.
- C) A quorum shall consist of five (5) Board members.

Article VIII Financial Policies

- A) The Board of Directors shall decide all matters pertaining to the finances for the P.W. Spartans and it shall place all income in a common treasury, directing the expenditure of the same.
- B) The Board of Directors shall not permit the contribution of funds to individuals or teams and shall solicit for the common treasury. This regulation is to discourage favoritism among teams and to endeavor to equalize the benefits.

Article IX Laws and Amendments

- A) The By Laws shall be adopted by a majority vote of active members present at the January, 1970 meeting and be effective that date. This members present at the January, 1970 meeting are the charter members of this organization.
- B) The By Laws or any section thereof may be amended, altered or deleted and new Articles created by a two-third vote of the regular members present at any duly constituted meeting, provided that written notice of such proposed changes, over the signature of the Secretary, shall be mailed to each regular member at least fifteen (15) days prior to the meeting at which such proposed changes shall be submitted to vote.

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