



TRITON POP WARNER YOUTH FOOTBALL AND CHEERLEADING ASSOCIATION, INC. BYLAWS

Ratified: April 3, 2008

Constitution

Article I – Name

The name of the organization shall be Triton Pop Warner Youth Football and Cheerleading Association, Inc. (hereinafter referred to as The Association).

Article II – Objective

Section 1: The Association is organized to develop and operate a football and cheerleading program in affiliation with Pop Warner Little Scholars, Inc., in conformity with and pursuant to the principles, rules, and regulations enunciated by said Pop Warner Little Scholars, Inc. In conjunction with such purposes, the objective of The Association, through the medium of a competitive, supervised football and cheerleading program, guided and governed by said Pop Warner Little Scholars, Inc. is to seek to implant in the youth of the community the ideals of good sportsmanship, honesty, loyalty, courage, and scholarship, so that they may be finer, stronger and happier youth who will grow to be good, healthy adults.

Section 2: To achieve this, The Association will provide a supervised program under the Rules and Regulations incorporated herein and referenced in any addendum to this document. All Directors, Officers, and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games/competitions is secondary, and molding of future citizens is of prime importance.

Article III – Governance

Section 1: The Association shall be affiliated with Pop Warner Little Scholars, Inc., and shall be governed by and comply with the principles, rules and regulations enunciated and decreed by Pop Warner Little Scholars, Inc. and any other Highest Local Authority (New England Region) sanctioned by Pop Warner Little Scholars, Inc. (National).

Section 2: In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, The Association shall operate exclusively as a non-profit educational organization providing a supervised program of competitive athletic activities. No part of the net earnings shall inure to the benefit of any private individual: no substantial part of the activities of which is carrying of propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

Article IV – Site of Principal Operation

The principal operation of The Association shall be in and about the cities and towns of Newbury, Byfield, Rowley, or Salisbury, County of Essex, and Commonwealth of Massachusetts, but may extend into such areas as are permitted by the Pop Warner Rules and Regulations, including, but not limited to Georgetown, Newburyport, West Newbury, Amesbury, Boxford, Seabrook, New Hampshire and other jurisdictions which The Association currently draws from provided that none of the above-referenced cities or towns form a Pop Warner Program.

Article V – Powers of The Association

The Association shall have the following powers in addition to the powers expressly or implicitly conferred on it by law.

- A. To make and enforce rules and regulations to govern itself on a local basis, which are consistent with, and not contrary to, any rules and regulations promulgated by Pop Warner Little Scholars, Inc., to which The Association is subject.
- B. To solicit contributions and raise funds for the sole purpose of organizing, maintaining and running The Association.
- C. To purchase equipment as necessary for the players training and games. This equipment is owned solely by The Association and is only released to members in good standing.

Article VI – Membership

Section 1: Membership in The Association is granted to all adult volunteers and parents of registered youth in good standing with The Association.

Section 2: There shall be the following classes of membership:

1. Participant Members: Any participant candidate meeting the requirements of, and who resides within the authorized boundaries of The Association shall be eligible to participate but shall have no rights, duties or obligations in the management or in the property of The Association.
2. Regular Members: Any person actively interested in furthering the objectives of The Association shall become a Regular Member upon election by the Board of Directors. All Board Members, Committee Members, Staff Members, Coaches and other elected or appointed officials must be active Regular Members in good standing. Any Regular Member deemed not to be maintaining active involvement in The Association and/or not fulfilling the duties of his/her position can be relieved of their position and regular member status by majority vote of the Board of Directors.
3. Honorary Members: Any person may be elected as an Honorary Member by unanimous vote of the Board of Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of The Association.
4. Sustaining Members: Any person not a Regular Member who makes 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 property of The Association.

Section 3: As used hereinafter, the “Members” shall mean a Regular Member unless otherwise stated.

Section 4: Members, whether Regular or Participants, shall not be required to be affiliated with another organization or group to qualify as a member of The Association.

Section 5: Membership may be terminated by resignation or action of the Board of Directors.

- a) The Board of Directors, by majority vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend or terminate the membership of any class when the conduct of such person is considered detrimental to the best interests of The Association. The member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.
- b) All coaches shall lose tenure immediately as of:
 - a. The end of the season, including playoffs and championships, or
 - b. December 31 of each year, whichever date is earlier.
- c) The Board of Directors shall, in case of a Participant Member, give notice to the head coach of the team of which the participant is a member. Said head coach shall appear, in the capacity of an advisor, with the participant before 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.

Article VII – Registration Fees

Section 1: Registration fees for Participant Members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period.

Section 2: Members who fail to pay their registration fees within thirty (30) days from the time said fees become due may, by vote of the Board of Directors, be dropped from the rolls and shall forfeit all privileges of membership. Registration fees may be waived for a Participant Member by vote of the Board of Directors only in cases of extreme hardship.

Article VIII – Board of Directors

Section 1: The management of the property and affairs of The Association shall be vested in the Board of Directors. The number of the Directors shall not be less than five (5) nor more than fifteen (15). The Directors shall serve for a term of two (2) years and, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall have been duly elected and qualified. Members of the Board of Directors are not restricted by the number of years they wish to serve The Association, but will have to be re-elected at the Annual Meeting.

Section 2: Candidates of the Board of Directors must reside in the communities listed in Article IV.

Section 3: The Board membership shall include the Officers and non voting President.

Section 4: At each annual meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number so fixed, may within the limits prescribed by the foregoing Section 1, be increased at any Regular or Special Meeting of the Directors, and if the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent meeting. All elections of Directors shall be by majority vote of all Directors present at a duly constituted meeting.

Section 5: If any vacancies occur in the Board of Directors, replacement Director(s) may be elected at any Regular or Special Meeting of the Board of Directors. All elections of Directors shall be by majority vote of all members present at a duly constituted meeting. The President may appoint replacement Director(s) on a temporary basis as he/she deems necessary. Replacement Director(s) serving in a temporary capacity shall have no voting priveledges on the Board of Directors.

Section 6: The Board of Directors Shall have the power to appoint such Standing Committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which may properly delegate.

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 to, by majority vote of those present at any Regular or Special Meeting, to discipline, suspend, or remove any Director, Officer, or Committee member of The Association in accordance with the procedure set forth in Article VI, Section 4(a).

Article IX – Officers, Duties and Powers

Section 1: The Officers of The Association shall consist of a President, Vice President, Secretary, Treasurer, Football Coordinator(s), Cheerleading Coordinator(s), all who shall hold office for the ensuing two-year term until their successors are duly elected.

Section 2: The Board of Directors may appoint such other Officers as it may deem necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office. Appointed Officers shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the Membership or have been elected to fill a vacancy on the Board.

Section 3: The President shall:

- a) Conduct the affairs of The Association and execute the policies established by the Board of Directors.
- b) Present a report of the condition of The Association at the annual meeting.
- c) Communicate to the Board of Directors, such matters as deemed appropriate, and make suggestions as may tend to promote the welfare of The Association.

- d) Designate in writing other Officers who have power to make and execute for/and in the name of The Association such contracts and leases they may receive and which have had prior approval of the Board, in necessary.
- e) Investigate complaints, irregularities and conditions detrimental to The Association and report thereon to the Board, as circumstances warrant.
- f) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.
- g) With the assistance of the Board and Staff examine the application and support of proof-of-age and any other required documentation of every participant candidate and certify residence and age eligibility before the participant may be accepted.
- h) Oversee that all Members adhere to the Rules and Regulations of Pop Warner Little Scholars, Inc.
- i) Preside over all duly constituted meetings of the Board of Directors.

Section 4: The Vice President shall:

- a) In the case of absence or disability of the President, and provided he/she is authorized by the President of the Board so to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of that office, and shall have such other duties as from time to time may be assigned by the Board of Directors or by the President.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of the Vice President or as may be assigned by the Board of Directors.

Section 5: The Secretary shall:

- a) Be responsible for recording the activities of The Association and maintaining appropriate files, mailing lists and necessary records.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of the Secretary or as may be assigned by the Board of Directors.
- c) Maintain a list of all Regular, Sustaining and Honorary Members, Directors and Committee members and give notice of all meetings of The Association Board of Directors and Committees.
- d) Keep the minutes of the meetings of the Members and the Board of Directors, and cause them to be recorded in a book kept for that purpose.
- e) Shall conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- f) Notify Members, Directors and Committee Members of their election or appointment.
- g) Ensure, with the assistance of the Football Coordinator(s) and Cheerleading Coordinator(s), that CORI forms are completed by all volunteers that may at any time come in contact with participants during the The Association program(s) prior to their active participation, submit these forms to the proper authority for report, submit reports to the President, and maintain records of these reports.

Section 6: The Treasurer shall:

- a) Perform such duties as are herein specifically set forth and such duties as are customarily incident to the Office of the Treasurer or may be assigned by the Board of Directors.
- b) Receive monies and/or deposit documentation approved by the Board of Directors and/or conducted by the President.
- c) Keep records for the receipt and disbursement of all monies and securities. Approve all payments from allotted funds therefore in agreement with policies established in advance of such actions by the Board of Directors. Disburse checks greater than \$500.00 once approved by the Board of Directors.
- d) Prepare an annual budget, with the direction of the President, for submission to the membership and the Board of Directors at the Annual Meeting.
- e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting.
- f) Prepare and submit all financial reports required by the United States Government and the Commonwealth of Massachusetts.
- g) Maintain confidential information of applicants for reduced or waived registration fees.

Section 7: The Football Coordinator(s) Shall:

- a) Adhere to all the Rules and Regulations of Pop Warner Little Scholars, Inc., The Pop Warner Football Conference of Eastern Massachusetts, the North Shore Pop Warner League and any additional rules and regulations chosen to be implemented by The Association, for the participants and coaches, and to answer to any of the above authorities.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of the Football Coordinator or as may be assigned by the Board of Directors.
- c) Maintain all participant and coaches records.
- d) Ensure, with the assistance of the Secretary, that CORI forms are completed by all coaches and volunteers that may at any time come in contact with participants during the The Association program(s) prior to their active participation.

Section 8: The Cheerleading Coordinator(s) shall:

- a) Adhere to all the Rules and Regulations of Pop Warner Little Scholars, Inc., The Pop Warner Football Conference of Eastern Massachusetts, the North Shore Pop Warner League and any additional rules and regulations chosen to be implemented by The Association, for the participants and coaches, and to answer to any of the above authorities.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of the Cheerleading Coordinator or as may be assigned by the Board of Directors.
- c) Maintain all participant and coaches records.
- d) Ensure, with the assistance of the Secretary, that CORI forms are completed by all coaches and volunteers that may at any time come in contact with participants during the The Association program(s) prior to their active participation.

Article X – Meetings and Voting

Section 1: Meetings for The Association shall be divided into three types as denoted by the sections below:

- a) Regular Meetings: Meetings shall be held the first Wednesday of every month unless due notice is given of the change in date. Regular Meetings are open to all Members in good standing with The Association.
- b) Annual Meetings: The Annual Meetings shall be held in conjunction with the annual banquet. Annual Meetings are open to all Members in good standing with The Association.
- c) Special Meetings: The President or Directors of The Association may call a Special Meeting whenever it deems necessary. A Special Meeting shall be established with ten (10) calendar days prior notice to the membership. No business other than that specific in the notice of the Special Meeting shall be transacted at any Special Meeting.
- d) All meetings shall be announced on the Association Web site.

Section 2: The President shall be a non-voting member of the Board of Directors.

Section 3: All duly elected Officers of the Board of Directors, except the President, present at a duly organized meeting shall be eligible to vote on business brought before the Board.

Section 4: The presence in person by the majority of voting members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 5: Robert's Rule of Order shall be the parliamentary procedure for all meetings except where same conflict with the Constitution or By-Laws of The Association.

Article XI – Committees

Section 1: The Board of Directors may appoint Committee of Special Advisors as deemed necessary. These Special Advisors shall serve for a term of one (1) year and, upon appointment, immediately enter upon the performance of their duties and shall continue in on said committee until their successors shall have been duly appointed and qualified.

Section 2: Candidates of the Executive Committee must reside in the communities listed in Article IV.

Section 3: The Special Advisors shall advise and assist the Board of Directors in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board.

Section 4: At all meetings of the Special Advisors, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

Section 5: Special Advisors shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the Membership or have been elected to fill a vacancy on the Board.

Article XII – Other Committees

Section 1: The Board of Directors may appoint a Nominating Committee consisting of not less than one (1) Director and other appointed Regular Members. The Committee shall investigate and consider eligible candidates and submit at the Annual Meeting a slate of candidates for the Board of Directors. The Committee may also submit for consideration by the Board of Directors a slate of Committee members.

Section 2: The Board of Directors may appoint a Finance Committee consisting of not less than two (2) and not more than five (5) Directors and other appointed Regular Members. The Treasurer shall be an ex-officio member of the Committee. The Committee shall investigate ways and means of financing various projects including but not limited to team sponsorships, equipment and facilities purchases and long and short term investments, in accordance with Regional and National policies. It shall be responsible for taking up collections at games, if such collections are authorized by the Board of Directors, and shall turn over said collections to the Treasurer immediately after each game. The Committee may also be responsible for reviewing operating budgets at the request of the Board and making recommendations on those budgets to the Board.

Section 3: The Board of Directors may appoint an Auditing Committee, consisting of three (3) Directors. The President, Treasurer or signatory of checks is not eligible. The Committee will review the books and records of The Association annually, prior to the Annual Meeting, and attach a statement of their findings to the annual financial statement of the President and Treasurer; or may, if directed by the Board of Directors or Membership, secure the services of a Certified Public Accountant to accomplish such review.

Section 4: The Board of Directors may appoint a Hearings Committee which shall consist of an odd number, not less than three (3), to ensure due process in any rules or policies violations.

Section 5: Candidates of Committees must reside in the communities listed in Article IV.

Section 6: Each Committee shall have a Chairperson to whom all volunteers will report and meet with to achieve the said goals and objectives of the Committee. Each Committee shall elect their Chairperson from its volunteers. The Committee Chairperson shall report to the President of The Association.

Section 7: All Committees listed shall research and review, ways and means, to improve The Association. The Chairpersons of said committees should report findings and recommendations back to the Board of Directors for its consideration. The Board of Directors then may have thirty (30) days to act on the recommendations.

Section 8: All appointed committee members shall serve for a term of one (1) year and, upon appointment, immediately enter upon the performance of their duties and shall continue on said committee until their successors shall have been duly elected and qualified.

Article XIII – Reporting Relationships

The President shall:

- A. Be the principal executive officer of The Association and shall in general supervise and control all of the business and affairs of the organization.
- B. Preside at all meetings of the staff members and be present at the meetings of the Board of Directors as a non-voting member.
- C. Sign, with the Staff Scribe or any other proper officer of The Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of The Association; and in general he/she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Article XIV – Financial and Accounting

Section 1: The Board of Directors shall decide on 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 some 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: Individual participants may solicit funds, outside of officially sponsored Association fund raising campaigns, to cover any out of pocket expenses. All such funds shall be fully the property of the participant who raised them.

Section 4: Individual teams/squads may solicit funds to cover costs associated with that team only after receiving approval from the Board of Directors for each proposed fundraising campaign.

Section 5: No Director, Officer, or Member of The Association shall receive, directly or indirectly, any salary, compensation or emolument from The Association for services rendered as Director, Officer, Member or coach.

Section 6: 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 disbursements shall be made by check.

Section 7: The fiscal year for The Association shall begin on the first day of March and shall end on the last day of February.

Section 8: Upon dissolution of The Association and after all outstanding debts and claims have been satisfied, the 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 XV – Amendments

This Constitution and By-Laws may be amended, repealed, or altered in whole or in part by a majority vote at any duly organized meeting of the members, provided notice of the proposed changes is included in the notice of such meeting.