

VACAVILLE BENGALS YOUTH FOOTBALL & CHEERLEADING, INC

BY-LAWS

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VACAVILLE BENGALS YOUTH FOOTBALL & CHEERLEADING, INC.

BY-LAWS

ARTICLE 1: NAME

Section 1: The name of this Corporation shall be the **Vacaville Bengals Youth Football & Cheerleading Inc.**, hereinafter referred to as “**VBYFC**”.

VBYFC shall operate exclusively as a **Non-Profit Organization** located in the City of Vacaville, County of Solano, State of California, United States of America.

ARTICLE 2: OBJECTIVE

Section 1: The objective of VBYFC is to be dedicated to providing a program where youth (regardless of race, sex, creed, national origin, religion or disability) can practice the ideals of sportsmanship, scholarship and physical fitness and build and maintain healthy bodies and minds. Familiarizing all youth participants with the fundamentals and developing skills and proficiency in Football, Cheerleading and team related activities. Teach the concepts of teamwork, sportsmanship, loyalty, honesty, commitment and pride to stimulate the Community’s interest in sports in a supervised, fun and safe environment.

All of the above mentioned objectives will be accomplished in a supervised, organized and safety oriented manner, keeping the welfare of all participants, first and foremost, without any adult ambition for personal glory.

ARTICLE 3: MEMBERSHIP

Section 1: Any parent or guardian of a child participating in VBYFC or any individual with a sincere and genuine interest in furthering the objectives of VBYFC shall be eligible for membership in VBYFC. Regular participation in any VBYFC activity or event, being the adult parent or guardian of a current registered minor participant and/or the regular attendance of VBYFC’s monthly Public Board Meetings shall establish membership.

Any current member, in good standing with VBYFC, its affiliated leagues and conference, can request in writing, and with good reason, that the Executive Board deny membership to any person. Upon receipt of such request and after evaluation by the Executive Board, membership will be denied by only a 2/3 majority vote of the Executive Board.

Section 2: VBYFC shall have the following classifications of memberships: Regular Members, Voting Members, Inactive Members and Honorary Members, defined as follows:

- A. Regular Members:** Any parent or guardian of a child participating in VBYFC or any individual with a sincere and genuine interest in furthering the objectives of VBYFC and who regularly participates in any VBYFC activity or regularly attends VBYFC monthly Public Board Meetings. Regular Members include Board Members, Coaches, Assistant Coaches, Team Parents, Youth

Coaches and any other person designated to assist any VBYFC activity in good standing.

- B. Voting Members:** Voting Members are defined as described in Article 3, Section 2A but must also maintain attendance to at least five (5) VBYFC Public Board Meetings in the previous (rolling) 12 months, be free of any past due debts to VBYFC, its affiliated leagues and/or conference AND provides positive input and support to VBYFC.
- C. Inactive Members:** Any person(s) who after having been a Voting Member in good standing fails to meet any of the criteria in Article 3, Section 2B due to for example: past due debts or lack of required meeting attendance shall be considered Inactive Members and are not eligible to vote. Inactive Members shall remain inactive until all criteria described in Article 3, Section 2B are once again met.
- D. Honorary Members:** Honorary Members shall be classified as those individuals or entities who have contributed to the support of VBYFC with outstanding accomplishments. Recommendations for Honorary Membership shall be submitted to the Executive Board, in writing, giving the individual's, company's or organization's name and a narrative description of accomplishments and/or contributions to VBYFC. The Executive Board will evaluate the recommendation and include the recommendation on the agenda for the next scheduled monthly meeting for approval by the general membership. The Executive Board has power to table the recommendation and not bring it to a vote, if they deem appropriate. Each Honorary Member shall be furnished with a certificate. This applies to Sponsor Memberships as well. Neither Honorary Members nor Sponsor Members will have any voting privileges.

Voting for Executive Board Member positions is restricted to Voting Members. This rule is placed as protection against 'gang voting' by groups who have not actively and regularly participated in VBYFC, its affiliated leagues and/or conference functions on a frequent enough basis to constitute a full awareness of VBYFC, league and/or conference policies, procedures and objectives. In addition and on the same premise, By-Law change voting is also restricted to Voting Members.

Section 3: Participation accountability and membership status shall be maintained by the Secretary. Official attendance records shall be an accurate reflection of the original and official sign-in sheets from each VBYFC Public Board Meeting. At each Public Board Meeting the Secretary shall make available to the public the Official VBYFC Attendance record for the previous 12 months. Any member or attendee who signs-in on the Official sign-in sheet for any Public Meeting is expected to be in attendance until the said meeting is adjourned. The Executive Board, by a 2/3 majority vote of those present, may void the attendance of any member or attendee who signs in and leaves any Public Meeting prior to the completion of the Report of Officers without good reason. This is to protect VBYFC from members who solely wish to gain voting rights without materially participating in or actually attending VBYFC Public Meetings.

ARTICLE 4: LIABILITY OF MEMBERS

Section 1: No debts or obligations shall be incurred except by a resolution of the Executive Board, other than expenditures made in accordance with approved budgetary

provisions. Any member creating debts or incurring any obligations not so authorized shall be personally responsible for it.

Section 2: No officer or member shall be personally liable for any bills or obligations of VBYFC, unless such officer or member engages in willful misconduct or misrepresentation while using VBYFC funds. Prior to any accounts payable involving the buying of uniforms, supplies, equipment, etc., the President and the Treasurer must approve an invoice in writing.

Section 3: No officer, member or employee of VBYFC shall release any property or disburse any funds or monies in his/her keeping and belonging to VBYFC without authorization of the Executive Board.

Section 4: No person shall use the name, mailing list, or official insignia of VBYFC for other than strictly and legitimate VBYFC purposes without authorization from the Executive Board.

Section 5: All monies received as fees from members or any other source shall be deposited immediately into the corporation's designated financial institution. All monies appropriated for the use of VBYFC shall be disbursed by draft drawn on said bank or banks bearing the signatures of the Treasurer, President, and/or Vice President with at least two (2) of the three required on all checks. The Treasurer or person responsible for conducting the activity at which monies are received shall collect all monies. Such monies shall be turned over to the Treasurer or in their absence the President or Vice President and a final report of the activity shall be rendered to the Executive Board. These receipts shall be retained for use in auditing the books or records of VBYFC.

ARTICLE 5: EXECUTIVE BOARD MEETINGS

Section 1: The Executive Board shall hold **Public Executive Board Meetings** no less than once a month from January to December. These meetings shall be held at a date, time and place agreed upon by the Executive Board.

Section 2: The Executive Board may hold **Closed Executive Board Meetings** no less than once a month from January to December. These meetings shall be held at a date, time and place agreed upon by the Executive Board.

Section 3: The Executive Board shall hold **Public Special Executive Board Meetings** of the members for any purpose or purposes whatsoever. Special Executive Board Meetings may be called at anytime by the President or any member of the Executive Board or by written request of ten (10) or more regular or voting members in good standing, giving at least 48 hours notice. Such special meetings may transact only such business as is specified in the call. The President or Executive Board may waive this rule if it is in the best interest of VBYFC to discuss other issues during the meeting. These meetings shall be held at a date, time and place agreed upon by the Executive Board.

Section 4: The Executive Board shall hold **Closed Emergency Executive Board Meetings** in the event that the majority of the Executive Board Members deem it necessary. Any Executive Board Member may call for a Closed Emergency Board Meeting. Notice of such meetings must be given to all members of the Executive Board

no less than 48 hours prior to the scheduled meeting date and time, stipulating the specific reason(s) for the meeting. The President, or Vice President in his/her absence, may waive the 48 hour notice requirement if he or she deems appropriate.

Section 5: Minutes shall be kept for all Executive Board Meetings and the date, time and location of each meeting must also be published in the Minutes. The Minutes for all Public Executive Board Meetings must be made available to the public no later than the next scheduled Public Executive Board Meeting. At the beginning of each regularly scheduled Public Executive Board Meeting the members present shall have the opportunity to review and approve the previous public meeting minutes, either with or without corrections. Approved Minutes for regularly scheduled monthly Public Executive Board Meetings may be posted on the corporation's website or distributed to the public by electronic mail (e-mail) only if the document is protected against tampering and/or revisions by any person other than the person(s) who prepared the official minutes. Minutes for Public Special Executive Board Meetings shall be made available to the public within 14 days of the Meeting but may not be posted on the corporation's website or transmitted by electronic mail (e-mail) for the purpose of public distribution.

Section 6: Public Executive Board Meetings may not extend longer than 2 hours beyond the scheduled meeting start time, regardless of what time the meeting is actually called to order. Should a Public Executive Board Meeting need to be extended beyond this point, the President or Vice President, in his/her absence, must make a motion to extend the meeting. The motion must include the amount of time the meeting is to be extended; a motion may not be made to extend a meeting indefinitely. The Executive Board must approve any such motion to extend by a 2/3 majority vote by the board members present. If an extension is not approved by the Executive Board, the President or Vice President, in his/her absence, if he/she deems necessary has the authority to allow the members present to vote (by 2/3 majority) on whether the meeting should or should not be extended. If the members present vote in favor of an extension, the meeting shall proceed for the amount of time defined in the original motion. If the Executive Board or the members present (if asked) do not vote in favor of an extension the meeting must be adjourned and all pending business be postponed until the next scheduled meeting under "old business".

Section 7: Notice of all Public Executive Board Meetings (meetings open to all members and interested parties) shall be available by contacting the Secretary, President or designee of VBYFC. The Executive Board may choose to post such notices on the corporation's website and/or use Electronic Mail (E-Mail) as a means of notifying members and interested parties of any Public Executive Board Meeting. During all Public Executive Board Meetings the Executive Board shall announce when it intends to hold the next Public Executive Board Meeting. The Executive Board may change dates, times and locations of such meetings as it deems necessary so long as reasonable efforts have been made to inform all members of any such changes. Notification by U.S. Mail or by personally contacting each member is not required due to the cost and time that would be involved.

Section 8: The order of business for all Executive Board Meetings shall be as follows:

- | | |
|---|----------------------------------|
| 1. Establish a Quorum | 6. Report of Officers* |
| 2. Call to Order | 7. Report of Committees* |
| 3. Roll Call of Executive Board Members | 8. Old Business (if applicable)* |
| 4. Reading & Approval of Minutes* | 9. New Business |
| 5. Treasurer's Report* | 10. Remarks |
| | 11. Adjournment |

*Items 4-8 may be omitted as appropriate during Special, Emergency or Informal Executive Board Meetings that are restricted to addressing specific issues.

Section 9: The Executive Board shall consist of thirteen (13) elected officers of the Corporation. The highest ranking officer present at any Executive Board Meeting is responsible for conducting and adhering to the order of business as described in Article 5, Section 9. The ranking order of Officers is as follows:

- | | |
|----------------------|----------------------------------|
| 1. President | 8. Equipment Manager |
| 2. Vice President | 9. Booster Coordinator |
| 3. Secretary | 10. Football Coaches Coordinator |
| 4. Treasurer | 11. Co-Cheer Director |
| 5. Athletic Director | 12. Scholastic Coordinator |
| 6. Cheer Director | 13. Auxiliary Coordinator |
| 7. Unit Coordinator | |

ARTICLE 6: QUORUM

Section 1: A Quorum must be established before any Executive Board Meeting is called to order. To constitute a Quorum at least ONE member more than ½ of the present number of Executive Board Members, excluding any suspended members, must be present before any Executive Board Meeting can be called to order and business conducted. Example: If all 13 members of the Executive Board are elected, serving and in good standing, 8 or more need to be present in order to constitute a quorum.

ARTICLE 7: MANAGEMENT/PARLIAMENTARY AUTHORITY

Section 1: "Robert's Rules of Order" (revised) shall be the parliamentary authority on all matters not specifically covered in the VBYFC By-Laws so long as it does not conflict with VBYFC By-Laws. The Executive Board shall suspend "Robert's Rules of Order" (revised) and may adopt such rules and regulations for the conduct of its meetings and the management of the organization as it deems appropriate providing there is a 2/3 majority vote to suspend these rules and/or VBYFC By-Laws by the Executive Board Members present for the purpose of holding an Informal Executive Board Meeting. Each newly elected Executive Board Member shall be entitled to ONE copy of "Roberts Rules of Order" (revised) at the expense of the Organization.

ARTICLE 8: CORPORATION RECORDS/FISCAL YEAR

Section 1: VBYFC shall operate both financially and administratively on an annual basis beginning March 1st and ending on the last day of February of each calendar year.

Section 2: The Corporation shall maintain adequate books, records and accounts of all transacted business and holdings. All records shall be kept at a principal office or location deemed acceptable and accessible by the Executive Board. All records shall be open to inspection and/or audit by any Executive Board Member or active/regular member in keeping with Federal and State laws.

Section 3: An audit of the financial records shall be conducted by the Executive Board and/or an outside designee each time the position of Treasurer is changed.

Section 4: The President is responsible for coordinating an audit of the Corporation's financial records by a qualified outside party, with no affiliation to VBYFC, and is approved by the Executive Board, in the event there are any allegations of misappropriation of funds.

Section 5: The President and the Treasurer together are responsible for filing of all Federal and State Tax returns. All Tax returns must be prepared on behalf of the Corporation by a certified public accountant with no affiliation to the Corporation. The Executive Board must approve all fees paid for the filing of the Corporation's Tax Returns.

Section 6: The President or acting President shall cause to be prepared an Annual Financial Report, stipulating the general financial status of the Corporation, for presentation to the general public at the Public Executive Board Meeting in December of each year.

ARTICLE 9: ELECTION OF OFFICERS

Section 1: Each November during the regularly scheduled Public Executive Board Meeting, the Executive Board shall announce that at the December meeting nominations will be held for any positions on the Executive Board that require reelection. A list of positions eligible for nomination shall be provided to the general public at the November meeting. In addition, the Nomination Committee, consisting of at least two (2) Executive Board Members and at least one (1) member from the public, shall present their Slate of Officers for the upcoming Election. During the December meeting the Executive Board shall accept nominations from the floor for each eligible position and each nominee shall be given the opportunity to speak before the Executive Board and the public, any member of the Executive Board and/or any voting member of VBYFC may ask questions of the nominees. Any person may be nominated to any open position so long as he/she is a member in good standing, see Article 3, Section 2. The Executive Board shall make up a ballot based on those nominated during the December meeting that will be voted on at the January Public Executive Board Meeting. With the exception of positions where there are no nominees, nominations are closed upon adjournment of the December Public Executive Board Meeting. At the beginning of the January Public Executive Board Meeting the Executive Board shall ask for any late nominations for any open position, if applicable, and upon approval be added to the

Ballot. Positions where only one person has been nominated must still be voted on and require a 2/3 majority vote of all voting members in order to be elected.

Section 2: Although the By-Laws require a thirteen (13) member board, the Corporation does recognize that it is possible to not be able to elect all positions. If this occurs, due to low volunteer participation, the Executive Board may operate without all thirteen positions filled so long as there is a minimum of at least eight (8) positions filled. There is no limit to the number of terms that an Executive Board Member may serve.

Section 3: Terms of Office for each Executive Board position will be for 13 months, with the exception of the offices of the President, Athletic Director, Cheer Director and Treasurer, which will be for terms of 25 months. Terms of office will begin on February 1 and end on the last day of February the following year or the year after for positions with 25 month terms. The purpose of this is to ensure that outgoing Board Members have one full month to properly and adequately provide the incoming Board Members with all of the tools and information necessary for a smooth transition. During this transition, for the purpose of establishing a quorum and voting when more than one person is 'filling' any office, the outgoing, or most senior, Officer shall be the only person recognized in their position. For example: if a new Secretary is elected in the January election, his/her term begins February 1, the outgoing Secretary is still in Office until the last day of February. When both elected persons are present at any meeting or when votes are being cast, only the outgoing Secretary's presence and vote shall be considered unless he or she defers the responsibility to and with agreement of the incoming Secretary.

Section 4: Positions that are not filled through the regular election process or that become vacant during the term of office may be appointed by the Executive Board. Any Executive Board Member may nominate a person to fill a vacant position. Nominations and appointments to vacant positions on the Executive Board must be approved by a 2/3 majority of the Executive Board Members. Appointed persons shall serve his/her term until the next regularly scheduled election.

Section 5: Each elected Board Member may nominate assistants to help with his/her individual responsibilities. All assistants must be approved by a 2/3 majority of the Executive Board. There is no limit to the number of assistants that are permitted.

Section 6: The President, or acting President, may nominate up to five (5) Committee Chairpersons. Prior to March 31st of each year, the Coaches Selection Committee must be established. This can be ONE committee or TWO separate committees, one for Football Coaches selection and one for Cheer Coaches selection. The Executive Board shall decide prior to March 31st if it is in the best interest of the organization to establish one all inclusive or two separate committees for the purpose of Coaches Selection. If one committee is formed, it must consist of at least 4 Executive Board Members. Required members shall be the President or Vice President (serving as Chairperson), the Athletic Director, Cheer Director and one other Executive Board member. If two committees are formed, each must consist of at least 3 Executive Board Members. The Athletic Director shall serve on the Football Coaches Selection Committee along with the President or Vice President and at least one other Executive Board member. The Cheer Director shall serve on the Cheer Coaches Selection Committee along with the President or Vice President and at least one other Executive Board member. Prior to May 31st of each year, two (2) Committee Chairpersons must be appointed to head the By-Law Committee and the Homecoming Committee. The President and the Secretary

are required to serve on the By-Law Committee each year; however neither is required to serve as Chairperson. The Executive Board must approve all Committee Chairpersons and members by a 2/3 majority vote.

Section 7: The Executive Board must have as a part of its thirteen (13) member body, at least one of each of the experience qualifications listed below:

1. Three (3) years of coaching experience as a Coach of Youth Football.
2. Three (3) years of coaching experience as a Coach of Youth Cheer.

This requirement to assist in providing both Football and Cheer participants with equal representation on the Executive Board and to provide leadership via experience within the Youth Football and Cheerleading environment. This requirement may be waived by the Executive Board and with the agreement of the voting members if no candidates with these qualifications are available or if it is in the best interest of the organization. Prior to any election, the President must notify the general membership of the above requirements and the changing of board membership would require any candidate(s) to have this experience.

ARTICLE 10: RIGHTS & RESPONSIBILITIES OF EXECUTIVE BOARD MEMBERS

Section 1: The Executive Board shall be responsible for conducting the business and affairs of the Corporation. It shall be vested with the authority to take whatever action it deems necessary or advisable for the administration and government of the Corporation. It is the duty of the Executive Board to set policy for the Corporation and it is the President's responsibility to execute the policies as set forth by the Executive Board. The Executive Board must make every effort to ensure business is conducted in an 'open' and public manner and is required to provide full disclosure of all business conducted to the general public, with the exception of disciplinary matters, when such business has been conducted in closed or non-public sessions.

Section 2: The Executive Board is not permitted the use of Corporation funds when and if such use is intended and designed for an exclusive personal benefit to any Executive Board Member. Personal benefit is defined as the receipt of Corporation funds (for purposes other than legitimate reimbursement or services rendered) and/or any tangible goods purchased with Corporation funds. Tangible goods may be provided for Executive Board Members only in cases where it is directly related to the needs, conducting of business, or legitimate representation of the Corporation AND is approved by the voting members by a majority vote and does not violate any Federal or State laws.

Section 3: The Executive Board is responsible for setting budgets for customary annual expenses, to include Equipment, Uniform and Event expenses. The Executive Board is responsible for reviewing the Corporation's history of expenses and the true necessity of such expenses when determining budgets and must disclose all budgets to the general public. Any Executive Board Members may authorize payment of necessary one-time expenses so long as he/she does not exceed a cost to the organization of \$100.00. These expenses must be approved by at least two of the authorized signatories. In cases where immediate expenses outside of budgetary provisions must be incurred before the next scheduled Board Meeting, the President, or Vice President IF the President is not available, shall have the authority to approve expenses up to

\$500 so long as it is in the best interest of the Corporation or its members and participants.

Section 4: The Executive Board is responsible for ensuring that all of the rules, regulations and requirements of the Corporation and/or the 'parent' league in which VBYFC is a member or is affiliated with are adhered to. In addition, the Executive Board is responsible for enforcing all rules and regulations of VBYFC and/or the league in which VBYFC is a member or is affiliated with. The rules, requirements and regulations set forth in VBYFC By-Laws are not intended to be all inclusive. The Executive Board reserves the right to implement additional rules, regulations, requirements and/or procedures as it deems necessary so long as such rules, regulations, requirements and/or procedures are provided to, in writing, to the persons for which they apply and are agreed upon by a 2/3 majority vote of the Executive Board. Each Executive Board Member is required to report any rule, regulation or procedure violations to the Executive Board.

Section 5: Executive Board Members are required to fulfill the obligations as described in the duties of the office to which they hold in addition to any special assigned duties and responsibilities. In the best interest of VBYFC, Executive Board Members are not permitted to hold coaching positions in conjunction with serving as an elected Board Member. Furthermore, any Executive Board Member who resigns during his/her term shall not be permitted to hold a coaching position during the same season. This provision is put into place to prevent individuals from resigning from the Executive Board simply to hold a position as coach. It is further noted that serving as an Executive Board Member or as a Coach is an extensive commitment to VBYFC and by allowing any individual to consecutively serve in both capacities would result in the likelihood of one or both of the positions to not being adequately fulfilled. In extreme cases, the Executive Board may waive this rule and vote, by 2/3 majority, to allow an Executive Board Member to hold an assistant coaching position in conjunction with serving as an Executive Board Member. The Executive Board must evaluate whether or not waiving this rule is truly necessary in order to fulfill both a coaching and Board Member position need, is in the best interest of VBYFC or if the individual in question is capable of adequately fulfilling both positions simultaneously.

Section 6: Any Executive Board Member has the right to immediately remove any person from any VBYFC sponsored event whose conduct disturbs the order, dignity, business, harmony, or impairs the good name, popularity or prosperity of VBYFC. If such a removal becomes necessary, the Executive Board Member must do so in the presence of at least one other Executive Board Member, if available. If an Executive Board Member is not available, a Head Coach must be present to assist and witness the removal of any person. A 'removal' from a VBYFC sponsored event does not automatically require further disciplinary action. The Executive Board has the right to determine whether or not the conduct or behavior requires further disciplinary action.

Section 7: Attendance at the regularly scheduled Public, Closed, Informal and Special Executive Board Meetings is mandatory for all Executive Board Members. Any Executive Board Member who cannot attend any scheduled meeting must notify the President and/or the Secretary in advance. If no notice is given, the Board Member must contact the President no later than 48 hours following the scheduled meeting and provide a reason why no notice was given and the reason for his/her absence.

Section 8: In the event that an Executive Board Member misses four (4) Executive Board Meetings within any 90 day period, regardless of the reason, a Special Closed Board Meeting must be called by the President or Vice President, in his/her absence or if the President's attendance is in question, to address the issue. At such meeting the Executive Board Member in question shall have the opportunity to address the Executive Board as to the reasons for his/her lack of attendance. The remaining Executive Board Members present must discuss and determine whether the absenteeism is or has negatively impacted the ability of VBYFC to conduct necessary business and/or if the best interests of VBYFC, its members or participants are being rightfully served. The Executive Board Members, excluding the Board Member in question, must vote on whether he/she shall continue in his/her position or be removed from office. A Board Member may only be removed by a 2/3 majority vote of the remaining Board Members present at said meeting.

Section 9: Each Executive Board Member shall have equal voice and vote at any Executive Board Meeting, however the President shall only vote in the event to break a tie. Executive Board Members have a responsibility to the Corporation to act and/or represent the Corporation in an unbiased and objective manner, without prejudice and without ulterior or personal motives. Although each Executive Board Member is entitled to equal voice and vote, Executive Board Members should abstain from voting on any matter that could be perceived as a conflict to his/her personal interest. No one person can hold more than ONE Executive Board position at any one time.

Section 10: Executive Board Member resignations shall take effect on the date of the postmark of such notice, the date in which notice was given to the Executive Board in person, the date as specified by the resigning member OR documented date in which official notice was received by the Executive Board, whichever is later. Official notice received by e-mail is accepted so long as the President or acting President has verbally confirmed with the member his/her resignation and a printed copy of the notice received by e-mail is held as a part of the Corporation's official records. Any Executive Board Member who resigns prior to fulfilling his/her term shall not be permitted to run for any Executive Board position the following season. The Executive Board may waive this rule if it deems necessary or at the official request of at least 5 voting members of the general public.

Section 11: The Executive Board is expected to conduct business in an objective manner and without giving weight to personal relationships. No family member, as described below, of the President, Vice President or Treasurer shall ever be eligible to serve on the Executive Board during the same time. Exceptions to this shall only be in cases of the transition period of incoming and outgoing Executive Board members where one family member's term is beginning while the other's is ending. To ensure further objectivity the Corporation is discouraged from having family members serve consecutively in any capacity on the Executive Board. The Corporation recognizes this may not be practical in cases where there are no other candidates for the position or when the related candidates are the most qualified to fulfill the offices for which they are nominated. It must be disclosed to the general public when a nominated candidate is a family member, as described below, of either a current Executive Board Member or another nominated candidate for any position on the Executive Board. Family members include, but are not limited to: individuals related by blood or marriage in the form of spouses, children, parents, aunts, uncles, grandparents, siblings, and/or individuals living in the same household. In the event that two family members do serve

consecutively on the Executive Board, under no circumstances shall a third family member be eligible to serve on the Executive Board at the same time.

ARTICLE 11: RIGHTS & RESPONSIBILITIES OF ALL MEMBERS

Section 1: All members are expected to conduct themselves in a manner that preserves the order, dignity, business, harmony, the good name, popularity and prosperity of the Corporation. Violation of this section shall subject any member to suspension, expulsion and/or further disciplinary action as deemed necessary by the Executive Board.

Section 2: Each member is encouraged to attend and participate in all Public Executive Board Meetings. With the exception of individuals who are currently suspended or whose membership has been revoked, each member, regardless of voting status, shall have an equal voice in all Public Executive Board Meetings so long as is does not violate Article 11 Section 1 of the By-Laws. The President or acting President has the right to have any person removed from a Public Executive Board Meeting whose actions are deemed inappropriate, is not conducive to the order or impedes the goals of the Corporation.

Section 3: All members are prohibited from the use of alcohol or tobacco, or being under the influence of alcohol or any other substance that diminishes one's capacity during any organized or sponsored Corporation event in which he/she is in the capacity of either conducting official business of the organization or where the organization's minor participants, other than their own children, are considered to be under their personal supervision. Organized or sponsored events include practices, games, competitions or any other event held using the Corporation's name. Members are prohibited from being under the influence of alcohol or any other substance that diminishes one's capacity while representing the Corporation in any manner, to include while wearing any uniform or designated league apparel. Members attending Public Executive Board Meetings are not generally considered to be conducting official business and are not restricted from alcohol use when the meeting is held in a public place where alcohol is lawfully provided for sale so long as no other provision outlined in the Corporation By-Laws and/or League Rules is violated. However, Executive Board Members are restricted from alcohol use during any official Executive Board Meeting, either Open or Closed. Violation of this section shall subject any member to suspension, expulsion and/or further disciplinary action as deemed necessary by the Executive Board.

Section 4: In the event the Executive Board, collectively or individually, fails to conduct the business of the Corporation in accordance with its objectives and goals and/or the wishes of the general membership, or conduct themselves in a manner that disturbs the order, dignity, business, or harmony or impairs the good name, popularity or prosperity of the Corporation shall be subject to a Recall Election provided all of the following terms and conditions are met:

1. The Recall Party must have a petition signed by no less than 50% of the members, excluding inactive and honorary members.
2. The petition must state clearly the reasons for the request for the recall election.

3. The Recall Party must pay to the Corporation a fee of \$100.00, which is non-refundable, for processing costs and set up of the recall election. This fee is also used as a deterrent against individuals that would request a recall based on personality conflicts with one or more Executive Board Members or for frivolous reasons).
4. If a Recall Election is held the recall must carry at least a $\frac{3}{4}$ majority vote of the voting members for the recall to be valid.

The Corporation acknowledges that a Recall Election is an undesirable action that should only be used in an extreme case.

ARTICLE 12: VOTING

Section 1: The transaction of any business in the name of the Corporation must be approved by a simple majority vote of either the Executive Board, while in closed session, or the voting members, while in open session.

Section 2: Voting by proxy is only permitted during elections. The Corporation recognizes that voting on other matters generally requires an open discussion by those members actually present and any individual who is not present cannot benefit from hearing or participating in such a discussion. Open discussion on all matters is key to ensuring that each member has the opportunity to hear and evaluate all points being presented before casting a vote. In the event an Executive Board Member cannot be present, an Official League Proxy Form shall be submitted by the Designated Proxy on the day of the Meeting. A Designated Proxy cannot carry more than one Proxy vote.

Section 3: When urgent matters require an immediate decision where holding an Emergency or Special Meeting is either not practical or when a quorum cannot be established. The President or acting President has the authority to poll each Executive Board Member by phone to determine their position on the matter in question. This should only be used in cases where the matter at hand is simple and does not require the vote of the voting members. IF and when this occurs, decisions shall only be made when ALL Executive Board Members have been polled and by a $\frac{2}{3}$ majority vote to proceed. The President or acting President is required to submit to the Secretary a record of all Executive Board Members polled and the subsequent outcome. If a decision cannot be made by this method, the President must either call an Emergency Board Meeting or table the matter until the next regularly scheduled Executive Board Meeting.

Section 4: A vote to transact any business shall be carried by simple majority vote unless otherwise required by VBYFC By-Laws, Robert's Rules of Order (revised) or, where applicable, Federal and State Laws.

Section 5: If after a vote is taken, there is a tie due to an even number of votes being cast, the President shall cast a vote to break the tie. If the President is not present, one Executive Board Member may defer his/her vote. If no member of the Executive Board wishes to defer his/her vote and the vote includes voting members of the general public, any voting member may choose to defer his/her vote for the purpose of resolution. If no resolution is achieved through this manner, the vote must be deferred until such a time when an uneven number of eligible voters can be established.

ARTICLE 13: DUTIES OF OFFICERS

PRESIDENT: The President shall be the Chief Executive Officer of the Corporation. He/She shall have general charge of the business of the Corporation and shall execute with the Secretary in the name of the Corporation all deeds, bonds, contracts and other obligations and instruments, unless the execution of such has been authorized or delegated to another officer or officers by the President. He/she shall preside over all meetings and is responsible for maintaining the order of such in accordance with Robert's Rules (revised). He/she is responsible for fulfilling all duties required by the 'parent' organization or league in which VBYFC is a member is officially affiliated with. If such duties cannot be fulfilled at any time, for any reason, or if he/she is unable to represent VBYFC at any meeting or event where his/her presence is required in conjunction with his/her duties, the President must designate a Executive Board Member (generally the Vice President if available) to act or appear on his/her behalf. He/She shall serve on all required committees as set forth in VBYFC By-Laws. He/She shall have general powers and duties of management usually vested in the Office of the President and any other duties and responsibilities described in VBYFC By-Laws or as requested by direction of the Executive Board. The President shall be one of the three (3) required signatories of the Corporation's chosen Financial Institution along with the Treasurer and one other designated Executive Board Member. If the office of the President is vacated, the Executive Board may choose to defer the filling of this vacancy until the next scheduled election so long as the Vice President or other designated Executive Board Member willfully assumes the duties of this office.

VICE PRESIDENT: The Vice President shall be vested with all of the powers of, and shall perform the duties of the President in his/her absence. The Vice President shall be responsible for and chair the Registration/Sign-ups Committee and manage special projects as designated by the Executive Board. He/she is responsible for fulfilling all duties required by the 'parent' organization or league in which VBYFC is a member is officially affiliated with. He/She is shall serve on all required committees as set forth in VBYFC By-Laws. He/She shall work with the Homecoming Committee and be responsible for procurement of awards and/or trophies on behalf of the Corporation.

SECRETARY: The Secretary is the custodian of the Corporation's Official Records and shall conduct all correspondence of VBYFC excluding the personal or required correspondence of any other Officer or Committee Chair. He/she is responsible for preparing and maintaining for record the minutes of all Executive Board meetings (including open, closed, Emergency and Special Meetings) and disciplinary hearings. He/she is responsible for recording all meetings and maintaining tapes and/or detailed notes of each meeting as a part of the Corporation's Official Records. The Minutes shall be a full account of and accurately record all business that is transacted by the Corporation. He/she is responsible for distributing meeting Minutes of all public meetings at the following public meeting and prepare the Minutes, in protected format, to be posted on the Corporation's website. He/she shall only distribute Minutes of Closed meetings and disciplinary hearings to Executive Board Members. He/she is responsible for maintaining accurate attendance records of all Open Meetings and have the records available to the general public at each Open Meeting. He/she is shall work with the President on the execution of all deeds, contracts, bonds, and/or obligations and instruments and maintain official copies of such as a part of the Corporation's Official Records. He/she shall give notice of all meetings in accordance with these By-Laws or as directed by the President or acting President. He/she is also responsible for

any duties assigned to the office of Secretary as directed by the Executive Board or as described in VBYFC By-Laws.

TREASURER: The Treasurer shall receive and have charge of all funds of the Corporation and shall conduct all banking business as directed by the Executive Board and in accordance with VBYFC By-Laws. The Treasurer is required to be at least one (1) of the three (3) required signatories of the Corporation's chosen Financial Institution along with the President and one other designated Executive Board Member. He/she is responsible for ensuring all checks or drafts drawn in the name of the Corporation have at least 2 of the required signatures. He/she is responsible for ensuring that no Corporation funds are paid out without the consent of the Executive Board. He/she is required to keep records of receipts and disbursements and render a detailed Treasurer's report to the general public no less than once monthly. He/she is required to keep accurate categorized records of the Corporation's expenditures and with the use of such records assist in establishing the Corporation's annual budgets. All financial records shall be made available for audit, at any time, by any member. He/she is responsible for notifying all persons who are indebted to VBYFC and notify the Executive Board of any outstanding monies owed. He/she is responsible for providing the Executive Board with a list of members and/or participants who are indebted to VBYFC and such records shall be used in determining voting eligibility and/or continued participation. He/she shall be primarily responsible for all monies collected and depositing them into the Corporation's chosen Financial Institution within 2 business days of receipt. He/she is responsible for balancing and reconciling all Bank Accounts, notifying the Executive Board of any unauthorized or suspicious banking activity and keeping a separate accounting of all monies that are collected in the form of deposits or any other refundable monies or credits. He/she is responsible for keeping an accurate account of all funds dispersed in accordance with set Budgets and to notify the Executive Board when expenses are in jeopardy of exceeding said Budgets. He/she is responsible for checking the Corporation's Post Office box or other designated U.S. Mail receptacle on a timely basis. He/she is also responsible for any duties assigned to the office of Treasurer as directed by the Executive Board or as described in VBYFC By-Laws.

ATHLETIC DIRECTOR: This position requires at least 3 years Coaching or equivalent experience in a youth sport or similar program. The Athletic Director is responsible for ensuring that all Football Coaches and teams have their safety guidelines clearly understood. He/she will collect all data regarding each game to be reported to the 'parent' organization or league in which VBYFC is affiliated and to the news media. He/she is responsible for reporting all home game scores, referee evaluation cards and all other pertinent data to the proper authority. He/she shall be the liaison between VBYFC and appropriate authorities of the Corporation's 'parent' organization or league affiliation as required and is responsible for the overall quality of the Football program. He/she is responsible for ensuring that at least one Coach per Football team has a current CPR/First Aid certification card or as required by the Corporation's league affiliate. He/she is responsible for the lights on the practice fields and ensuring that each Football Team has their player book and first-aid kit on hand at all times. He/she shall serve on the Coaches Selection Committee and any other committee as required or directed by the By-Laws or Executive Board. He/she is responsible for coordinating the Cody Collins and John Flamer award nominations for all Football players and to ensure each nomination meets the minimum criteria set forth by the Executive Board. He/she is responsible for researching and presenting to the Executive Board for approval all

proposed mandatory personal item purchases required of any Football player. He/she is responsible for coordinating, with the Equipment Manager, the distribution and the accounting of all Football uniforms owned by VBYFC ensuring that each Football player has in his/her possession all required, necessary and approved Football equipment at each game and practice session. He/she is responsible for submitting all scrimmage requests to the President for approval by the 'parent' organization or league affiliate. He/she is responsible for conducting reasonable and lawful background investigations of all proposed coaches, for both Football and Cheer, and report the results of such to the Executive Board. He/she shall assume all of the duties of the Football Coaches Coordinator in his/her absence. He/she is also responsible for any duties assigned to the office of Athletic Director as directed by the Executive Board or as described in VBYFC By-Laws.

CHEER DIRECTOR: This position requires at least 3 years Coaching or equivalent experience in a youth sport or similar program. The Cheer Director is responsible for ensuring that all Cheer Coaches and teams have their safety guidelines clearly understood. He/she will collect all data regarding any competitive Cheer event to be reported to the 'parent' organization or league in which VBYFC is affiliated and to the news media. He/she shall be the liaison between VBYFC and appropriate authorities of the Corporation's 'parent' organization or league affiliation as required and is responsible for the overall quality of the Cheer program. He/she is responsible for ensuring that at least one Coach per Cheer team has a current CPR/First Aid certification card or as required by the Corporation's league affiliate. He/she is responsible for securing indoor practice facilities during inclement weather and ensuring that each Cheer Team has their player book and first-aid kit on hand at all times. He/she shall serve on the Coaches Selection Committee and any other committee as required or directed by the By-Laws or Executive Board. He/she is responsible for coordinating the Cody Collins and John Flamer award nominations for all Cheerleaders and to ensure each nomination meets the minimum criteria set forth by the Executive Board. He/she is responsible for researching and presenting to the Executive Board for approval all proposed mandatory personal item purchases required of any Cheerleader. He/she is responsible for coordinating, with the Equipment Manager, the distribution and the accounting of all Cheer uniforms owned by VBYFC and is responsible for ensuring that each Cheerleader has in his/her possession all required, necessary and approved apparel and equipment at each game and practice session. He/she is responsible for coordinating and overseeing all Competitive Cheer events. He/she shall assume all of the duties of the Cheer Coaches Coordinator in his/her absence. He/she is also responsible for any duties assigned to the office of Cheer Director as directed by the Executive Board or as described in VBYFC By-Laws.

UNIT COORDINATOR: The Unit Coordinator is responsible for the general functions relating to the paper administration of all player/participant documentation, coordinating the proper completion and filing of all team rosters, collecting and reviewing all required documents such as birth certificates, physical examinations, etc. and to assist in preparing each Player Book for certification. He/she is responsible for immediately notifying the Athletic Director and/or Cheer Coordinator as well as the President in all cases where disqualification of player may be or is necessary or when a participant has not submitted any required documentation to participate. He/she shall coordinate with the Vice President on Registration/Sign ups and maintain a master roster of all registered participants. He/she is also responsible for any duties assigned to the office

of Unit Coordinator as directed by the Executive Board or as described in VBYFC By-Laws.

EQUIPMENT MANAGER: The Equipment Manager is responsible for the inventory, collection, distribution and maintenance of all equipment owned or in the custody of VBYFC. A detailed inventory must be completed on all equipment and provided to the Executive Board no later than January 31st of each year, to include but not limited to uniforms, gear, radios, office equipment, computers, keys, etc. He/she is responsible for making sure all football helmets and official weigh scales are certified each year or as necessary and that all equipment meets mandated safety requirements. He/she is responsible for ensuring adequate First-aid supplies are on hand and distributed to each Head Coach as required to meet all safety requirements and/or as needed. He/she must be present or designate another Executive Board to be present on his behalf at each game. He/she is responsible for maintaining records of equipment issued to players and/or coaches and work with the Treasurer on record keeping of deposits paid. He/she is responsible for bringing necessary equipment and weigh scales to each game and be the designated weigh master for all home games, unless such duties have been designated and/or coordinated otherwise by the Athletic Director if the Equipment Manager is unavailable. He/she is responsible for providing to the Executive Board, no later than April 15th of each year a detailed and accurate account of what equipment needs to be purchased, replaced or repaired for the upcoming season. He/she must ensure that all needed equipment is available to be distributed no later than the first day of practice. He/she is also responsible for any duties assigned to the office of Equipment Manager as directed by the Executive Board or as described in VBYFC By-Laws.

BOOSTER COORDINATOR: The Booster Coordinator is responsible for all fundraising, donation and grant programs as approved by the Executive Board. He/she is responsible for running and coordinating the items for sale in the concession stand. He/she is responsible for researching, selecting and purchasing (with Executive Board approval) all 'Bengal' merchandise for re-sell. He/she is responsible for coordinating team/participant photos. He/she is responsible for supplying the Auxiliary Coordinator with an accurate count of volunteers needed to tend to the needs of the concession stand, booster table or any other project under his/her charge. He/she is also responsible for any duties assigned to the office of Booster Coordinator as directed by the Executive Board or as described in VBYFC By-Laws.

FOOTBALL COACHES COORDINATOR: The Football Coaches Coordinator is required to attend all league, 'parent' organization or Corporation required Football clinics. He/she shall serve as the liaison between the Executive Board and all Football Coaches. He/she is to monitor the quality of individual coaching programs for each Football team and give assistance and guidance where necessary. He/she must report to the Athletic Director and the President any problems involving the Coaching staffs. He/she is responsible for setting up programs and/or procedures designed to improve Football play and performance. He/she shall be responsible for the duties of the Athletic Director in his/her absence. He/she shall directly monitor the performance of each Football coach to ensure all are adhering to the rules, regulations and procedures set forth by VBYFC and/or it's 'parent' organization or league affiliation. He/she is also responsible for any duties assigned to the office of Football Coaches Coordinator as directed by the Executive Board or as described in VBYFC By-Laws.

CO-CHEER DIRECTOR: The Co-Cheer Director is required to attend all league, 'parent' organization or Corporation required Cheer clinics. He/she shall serve as the liaison between the Executive Board and all Cheer Coaches. He/she is to monitor the quality of individual coaching programs for each Cheer team and give assistance and guidance where necessary. He/she must report to the Cheer Director and the President any problems involving the Coaching staffs. He/she is responsible for setting up programs and/or procedures designed to improve Cheerleading skills and performance. He/she shall be responsible for the duties of the Cheer Director in his/her absence. He/she shall directly monitor the performance of each Cheer coach to ensure all are adhering to the rules, regulations and procedures set forth by VBYFC and/or it's 'parent' organization or league affiliation. He/she is also responsible for any duties assigned to the office of Co-Cheer Director as directed by the Executive Board or as described in VBYFC By-Laws.

SCHOLASTIC COORDINATOR: The Scholastic Coordinator is responsible for collecting all participant report cards or academic documentation and determining each participant's academic eligibility by ensuring that each participant submits proof of at least a minimum 2.0 GPA and/or meets the minimum academic requirements set forth by the Corporation's 'parent' organization or league in which VBYFC is affiliated. He/she is responsible for working with the Unit Coordinator on preparation and certification of all Player Books. He/she shall be responsible for collecting and evaluating all scholarship applications and present to the Executive Board his/her recommendations for scholarship awards. He/she shall work with the entire Executive Board on determining the criteria for all scholarship awards and the number of scholarships to be awarded each year. He/she is also responsible for any duties assigned to the office of Scholastic Coordinator as directed by the Executive Board or as described in VBYFC By-Laws.

AUXILIARY COORDINATOR: The Auxiliary Coordinator is responsible for seeking and scheduling all volunteers needed to tend to the activities of VBYFC, to include but not limited to, gate tenders, par monitors, "chain gang", time keepers, field set up and take down crews for home games, field maintenance, qualified announcers and the Concession Stand, special events and Booster areas as requested by the Booster Coordinator. Volunteers are key to the Corporation's essential and successful functions and all projects or sponsored events where volunteers are needed shall be the responsibility of the Auxiliary Coordinator. He/she is responsible for bringing water to all home games, for both home and visiting teams, as well as ensuring that each home game has a qualified medical professional on duty for the duration of all games. He/she is responsible for providing the Executive Board with a copy of each assigned medical professional's credentials to be kept on file with the Secretary. He/she is also responsible for any duties assigned to the office of Auxiliary Coordinator as directed by the Executive Board or as described in VBYFC By-Laws.

Each of the above positions must be willing participants and fully and positively support all Corporation, 'parent' organization and/or league affiliate activities. Each has a responsibility as part of the duties of the office they hold to pass on all data, equipment, records, materials and information relating to his/her office to the incoming officer upon the conclusion of his/her term of office.

ARTICLE 14: SELECTION OF COACHES

Section 1: The Corporation recognizes that the selection and appointment of Coaches is the single most important function of the Executive Board with regards to establishing and promoting a quality youth sports program. Therefore the Executive Board shall have the final authority on the approval and appointment of all Coaches within VBYFC.

Section 2: Any person applying for any coaching position shall make a written application to the Executive Board. The application shall be submitted on a form approved by the Executive Board and consist of no less than the following information:

1. Full and legal name of the applicant
2. Physical mailing address in which the applicant currently resides
3. Present employment status of the applicant
4. Applicant's schedule of availability
5. Previous experience to include any and all coaching and player experience in any sport and all other qualifications the applicant feels pertinent to his/her qualifications for the position.
6. At least two (2) character references that can attest to the applicant's experience level and/or qualifications.
7. A complete and concise list of any prior arrest or conviction of any crime involving a felony, act of violence or of moral turpitude in any state.
8. A certified copy of any legally identifying document such as a current driver's license, state identification card, passport or birth certificate.

Section 3: Head coach applicants should possess at least two (2) years experience as at least an Assistant coach in the sport he/she is applying for. Assistant and Youth coach applicants should possess at least two (2) years experience as a player and/or at least one (1) year experience as an Assistant coach in the sport he/she is applying for or with the recommendation of the appointed Head Coach of the team for which he/she is applying for. The Coaches Selection Committee, with the approval of Executive Board, may waive any of the above requirements in the event it is determined to be in the best interest of VBYFC or if there is difficulty in obtaining qualified applicants. The Executive Board must make reasonable efforts to fill coaching positions with qualified personnel before waiving any coaching application requirements.

Section 4: The Coaches Selection Committee, or Committees if separated between Football and Cheer, is responsible for collecting and reviewing ALL coach's applications. The Committee(s) must personally interview all Head Coach Applicants that have no prior experience or track record with the Corporation. The Coaches Selection Committee Chairperson(s) must submit for approval the appointment of any Head Coach.

Section 5: The Corporation recognizes that the cohesiveness of any coaching staff is key to the overall performance and success of any team. For this reason the Corporation shall grant any appointed Head Coach limited liberty in the selection of his/her assistant and youth coaching staff. Any Head Coach who wishes to appoint his/her own assistant and/or youth coaching staff must do so from a pool of applicants approved by the Coaches Selection Committee(s) and must submit their requested staff members to the Coaches Selection Committee(s) no less than 28 calendar days prior to the first day of practice.

Section 6: The Coaches Selection Committee(s) must submit all Coaching position recommendations to the Executive Board for final approval. The Executive Board reserves the right to grant a coaching position to any qualified applicant to an open position on any team.

ARTICLE 15: HARASSMENT, DISCRIMINATION AND DISCIPLINE

Section 1: The Corporation is committed to maintaining an environment for all members and/or participants that is free of harassment based on race, sex, national origin, religion, age, disability, sexual orientation or any other Federal or State protected classification. Harassment includes, but is not limited to any unwelcome physical or verbal conduct that has the real or perceived purpose or effect of interfering with an individual's participation or duties, or creates a real or perceived intimidating, hostile or offensive environment. Slurs, slander, breach of confidentiality, name calling, unwelcome or unsolicited sexual advances and comments, harassment or offensive attacks on one's character or reputation, either real or perceived, will not be tolerated by VBYFC.

Section 2: Head Coaches shall be responsible for presenting all disciplinary problems involving a player/participant to the Executive Board, see Article 15; Section 6. Complaints against any Coach, Volunteer, General Member or Board Members shall be submitted in writing to the Executive Board, whenever practical. Any Executive Board Member in receipt of any complaint is required to notify the President or Vice President when the complaint involves the President. The President, or Vice President, is responsible for contacting the complaining party and determining what, if any, further investigation is necessary.

Section 3: The Corporation recognizes that most complaints will not require extensive investigation and can usually be resolved without disciplinary action being imposed. This may include assigning an Executive Board Member to communicate or mediate with all parties involved to achieve a mutually satisfactory resolution or having the entire matter presented to the Executive Board, in closed session, where each party shall have the opportunity to present his/her side of the matter, either in person or in writing. Not all matters heard by the Executive Board will result in disciplinary action and the details of any complaint or disciplinary matter is confidential. The Executive Board shall not disclose the details of any complaint resolution or disciplinary action in a manner that may violate the privacy rights of any individual. Persons filing complaints are not entitled to a full disclosure of the Executive Board's action on the matter.

Section 4: Complaints filed alleging any criminal act, harassment, discrimination or any other behavior that is harmful or detrimental to any person or VBYFC shall be officially investigated. When an investigation is necessary, the President or acting President shall 'head' the investigation and shall appoint at least one other Executive Board Member to assist with the investigation. No Executive Board Member shall be involved in an investigation or disciplinary matter that involves him/her personally, when there could be a perceived or real conflict of interest OR if the matter involves a family member of or person with whom there is a close personal relationship with the Executive Board Member.

Section 5: The Executive Board shall be the final authority on all disciplinary action involving suspension (beyond one game or practice), expulsion and/or revoking of

membership or appointment. Head Coaches or acting Head Coaches shall have the right to 'bench' a player/participant for no more than one game and/or one practice for infractions of any rules and regulations set either at the Team, Corporation or League levels, safety violations, unexcused absences and/or for repeated unacceptable behavior. Coaches are required to document, in writing, all verbal warnings, written warnings and game/practice 'benching' or suspensions using VBYFC approved documentation forms. Coaches are required to communicate ALL disciplinary matters with the player/participant's parent or legal guardian. Head Coaches must notify the Executive Board of all cases where disciplinary action is required. Although, the Executive Board may grant considerable weight to the recommendation of the Head Coach no disciplinary action may proceed beyond the suspension of one game or practice without a 2/3 majority vote of the Executive Board, unless otherwise stipulated in VBYFC By-Laws.

Section 6: VBYFC recognizes that the severity of infractions varies greatly and for this reason grants the Executive Board fair latitude in imposing discipline as it deems appropriate. In addition, the following infractions, while committed during any VBYFC organized or sponsored event, shall give the Executive Board cause to impose disciplinary action to include immediate suspension without warning:

1. Any act of violence, physical assault, threatening statements (either real or perceived), harassment or inappropriate physical contact against a player/participant, Coach, Executive Board Member, Parent, Volunteer, innocent bystander or any other person representing VBYFC. This includes Referees and similar persons as described affiliated with any other team within our league.
2. Willful and intentional violation of any safety rule or regulation set at the Team, Corporation or League level.
3. Any act that endangers the health and welfare of any other person.
4. Being under the influence of or distributing alcohol, drugs or any other substance that is known to diminish one's capacity while fulfilling any duties on behalf of VBYFC, to include but not limited to: Board Member duties, Coaching and/or Volunteering.
5. Possession of a controlled substance or any weapon while attending or participating in any game, practice, competitive event or any other event sponsored and organized by VBYFC.
6. Acts of fraud to include, but not limited to falsification of any documents, misrepresenting a participant/player's eligibility, presenting false credentials, and failure to disclose arrest and conviction histories.
7. Breaching confidentiality or otherwise violating the privacy rights of any member, participant or player within VBYFC.
8. Making public slanderous remarks, extreme negative comments or any statements against VBYFC and/or its members that are considered harmful to one's character, reputation, popularity and/or good name.
9. Any behavior that disrupts the order of any game, practice or competitive event or is deemed harmful, by the Executive Board, to any person or to the overall goals of VBYFC.

This list shall not be considered all inclusive, any Executive Board Member has the right to take immediate and necessary action to preserve the safety, dignity, order and integrity of VBYFC, members, participants/players and spectators. Any person who

witnesses any behavior that is disruptive or harmful, as described herein, is required to immediately notify an Executive Board Member.

Section 7: In cases where immediate suspension is warranted and as described in Article 15 Section 6 of VBYFC By-Laws, the action and notification must be carried out in person by at least two Executive Board Members. In which case the person(s) involved may only be suspended for a maximum of 72 hours and the Executive Board shall be required to convene and determine what further action is necessary before the 72 hour suspension expires.

Section 8: The Executive Board by a 2/3 majority vote may impose a suspension of any member for up to 14 days without requiring a disciplinary hearing. All badge'd persons must turn in their badge to the Executive Board immediately upon notification of suspension, whether permanent or temporary. The Executive Board is required to hold a disciplinary hearing before any person can be expelled, have their membership terminated, coaching privileges revoked or be banned from participating in or attending at any event sponsored or organized by VBYFC.

Section 9: Any membership may be terminated for conduct, on the part of the member or his/her participating minor child, that is considered detrimental to the best interest of any player, VBYFC, its affiliated leagues and/or conferences or violates any rules established at the Team, Corporation or League level. If the Executive Board finds it necessary to consider suspending, beyond 14 days, or terminating any person's membership in VBYFC a Disciplinary Hearing must be held within 14 days where the member has the right to appear and be given the opportunity to address the matter. Members in jeopardy of extended suspension, expulsion or termination must be notified, in writing, no less than 72 hours in advance of scheduled Disciplinary Hearing. The notice must be delivered either in person by at least 2 Executive Board Members or where personal delivery is not practical, certified mail. The Executive Board has the right to proceed with the scheduled Disciplinary Hearing without the member's presence when the member has been dully notified and the Officers present have the sole discretion to further suspend or terminate the membership in question by a 2/3 majority vote of the Officers present.

Section 10: Executive Board Members shall be held to the same standard as any other member in terms of expected conduct and are not excluded from disciplinary action. All disciplinary guidelines and procedures as outlined in the VBYFC By-Law shall apply to all Members, Participants, Players, Coaches AND Executive Board Members.

Section 11: The Executive Board has the right to request any member to attend an Executive Board Meeting for the purpose of inquisition, investigation or any other reason it deems appropriate. A member's failure to cooperate on any disciplinary matter, investigation or inquiry may subject the member to further action.

ARTICLE 16: CODY COLLINS/RETIREMENT OF JERSEY NUMBER (44) FORTY-FOUR

Section 1: At the time of the accidental death of Cody Ryan Collins, age 13, he had been a Bengal participant for five (5) years. VBYFC hereby retires Football Jersey number forty-four (44). The wearing of this number by any VBYFC Football player is

prohibited. This action is taken in loving memory of Cody Ryan Collins, his family and contributions to the VBYFC program.

ARTICLE 17: SCHOLARSHIPS/DISCOUNTS

Section 1: At the beginning of each fiscal year the Executive Board shall determine the quantity of scholarships, full or partial, that will be awarded to qualified applicants for that season. The Executive Board shall establish the guidelines for scholarship awards so long as the guidelines include both a minimum GPA requirement and documented financial need. The Scholastic Coordinator shall be responsible for collecting and reviewing for all scholarship applications and presenting scholarship recommendations to the Executive Board. The Executive Board is not required to award any scholarships.

Section 2: The player/participant registration fees shall be waived for the children of all Executive Board Members and Head Coaches. Assistant Coaches shall benefit from a 50% discount of the player/participant registration fees for their children, sibling discounts (if applicable) shall not apply in conjunction with a Board Member/Coach's discount. Eligible children include biological, step, foster, adopted or any child who regularly lives in his/her household of which he/she is primarily responsible for. The Executive Board reserves the right to determine whether these discounts shall be allowed upfront for any or all of the members for which this discount applies.

ARTICLE 18: DISSOLUTION

Section 1: Upon the abandonment of property or dissolution or liquidation of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to a non-profit fund, foundation, association, or corporation as designated and selected by the Executive Board which has qualified for exemption under Section 501 of the Internal Revenue Code. In the event that the Executive Board fails, for any reason, to designate or select as aforesaid, or if this Corporation hold any assets in trust, such assets shall be distributed to such nonprofit fund, foundation, association, or corporation as may be directed by decree of the Superior Court of Solano County upon petition therefore by the Attorney General or by any person concerned with the abandonment, dissolution or liquidation.

ARTICLE 19: BY-LAW AMENDMENTS

Section 1: The President may appoint himself or any other voting member to chair the By-Law Committee annually. Both the President and the Secretary must serve on the By-Law Committee along with at least 2 other voting members to be approved by the Executive Board. At least one member of this committee must not be an Executive Board Member.

Section 2: The By-Law Committee is responsible for annually reviewing the Corporation's current By-Laws and prepares for distribution and vote any proposed amendments and changes. The Committee is required to hold at least one (1) meeting to review and discuss the Corporation's By-Laws. If the Committee finds that no amendments or changes are necessary, public notice must be given at a Public Executive Board Meeting and stipulated for the record.

Section 3: Proposed By-Law revisions and amendments must be distributed to all members of the Executive Board and voting members for review. No less than 7 days shall be allowed for each member to review the proposed By-Laws before a Meeting is held to discuss and vote on the proposed revisions and amendments. The By-Laws in their entirety must be approved by a 2/3 majority of voting members.

Conclusion and in Witness whereof, the Executive Board by their Officers and representatives duly authorized have hereunto subscribed their names on this date, _____, 2005.

President-VACANT

Vice President-ERIC ROBERSON

Secretary-NANCY FOSTER

Treasurer-CHERELE TANNER

Athletic Director-JOHN STURDEE

Cheer Director-RENEE BRADANICK

Unit Coordinator-DINA JONES

Equipment Manager-MIKE BERRY

Booster Coordinator-KATHY JENNINGS

Football Coaches Coordinator-WALT BRADANICK

Co-Cheer Director-PORTIA SPELLMAN

Scholastic Coordinator-JOANNE AGBIGAY

Auxiliary Coordinator-VACANT