

Constitution & By-Law of West Valley JR Eagles

Article 1: The name of this organization shall be:

The West Valley JR Eagles (WVJE)

Article 2: Objectives:

To provide a safe and structured learning environment for children between the ages of six (6) and fourteen (14) to learn the game of Football and the sport of Cheerleading, through team building, sportsmanship & leadership without prejudice to race, color, creed, religion, gender or handicap (so long as the participant is physically & mentally fit to participate as determined by a medical professional).

Article 3: Members/Officers of the Board of Directors (principle offices)

Section 1 The West Valley JR Eagles (hereby referred to as "WVJE") will be considered a nonmember or self-perpetuating board whereby the existing board members will nominate and elect subsequent directors. Nominations and elections will be carried out on an annual basis at the November meeting or as needed during the course of the year to fill vacated positions.

Section 2 The members of the Executive Board of Directors (hereafter referred to as the "Executive Board") will consist of the following positions: **President, Vice President, Secretary, Treasurer, Director at Large,** (The members of the Board (hereafter referred to as the "Board") will consist of the following positions: **President, Vice President, Secretary, Treasurer, Cheerleading Coordinator, Football Coordinator, Equipment Manager, Concession Manager, Fundraising Coordinator/Parent Liaison, Merchandise & Assist. Cheer Director**)

Section 3 The same person may not hold two or more principal offices on a full-time basis.

Section 4 The five (5) Executive Board positions indicated will be considered the voting body of the board in all affairs pertaining to business purchases, and acquisitions, by-laws, disciplinary procedures and all affairs pertaining to the WVJE. If any one of the five executive voting positions consists of two people filing that role one of the two will be appointed as the sole voter at the onset of the season by a vote of all Executive Board members.

Section 5 The removal of an officer from their board position may only be facilitated by a board member following the steps of removal. A board member may be suspended and allowed to request an arbitration between the remaining WVJE Board to discuss the reasons for removal. Following the arbitration, the board must conduct a special session board meeting within 7 days to hold a vote allowing all remaining board members the opportunity to participate in the outcome of the special session vote by casting an anonymous vote at the special session. The special session outcome must achieve a 2/3 vote to be valid.

Section 6 All board members will serve a two (2) year term (term ending 12/31 of 2nd year), with annual elections to take place in November at the end of the year banquet. More than one two (2) year is permissible, providing subsequent terms are re-voted after the completion of each two-year term. All elections of board positions will be conducted by paper ballot. If a board member cannot attend any meeting where an election vote will take place, they may submit an absentee ballot, prior to said meeting to the WVJE secretary in a sealed envelope with their signature across the seal.

Section 7 The board reserves the right to fill unexpired positions as needed, and in an expeditious manner as possible. The vacancy will be filled by a simple majority vote of the remaining members of the board for the balance of the calendar year remaining. Any board member who is voted into position in this manner will hold that office until the end of said calendar year and is then eligible to be elected in for a full two (2) year term. The specific intent of this section is to help promote healthy growth and staggered turnover of the board of Directors,

Section 8 The board will at all times maintain a minimum of five (5) and a maximum of eleven (15) members. The board shall always consist of an odd number of members.

Article 4: Duties of officers

Section 1 President: the president shall be the principal director of the board and shall supervise and control the general affairs of the WVJE. The president will preside at all official meetings of the board.

Section 2 Vice President: In absence of the President, the Vice President shall perform all of the duties of the President. The Vice President will also be responsible for the Annual Awards Banquet.

Section 3 Secretary: The secretary shall keep minutes of the board meetings and see that all notices and correspondence are presented in accordance with the by-laws. The secretary will also keep a current list of Board Members and in general perform all duties related to the office of the Secretary.

Section 4 Treasurer: The Treasurer shall have custody and be responsible for the collection and disbursements of all funds of the group. The treasurer will prepare and present financial report at each board meeting. The Treasurer will also maintain the monthly ledger balance and the statements in a neat and orderly fashion to facilitate the ease of audits. The Treasurer is to also ensure that no funds are distributed without proper authorization. Refer to Article 7 for additional requirements.

Section 5 Director at Large: The duties of Director at Large shall be responsible for assisting the board and coaches by acting as a liaison between parents and the WVJE board to resolve disputes during practice or during game days. The Director at Large will also be utilized to communicate the response back to the concerned parties.

Committee Chair Positions as deemed necessary by the Board:

Assistant Director of Cheerleading: The duties of the Assistant Cheer Director shall be the same as those outlines in the above listed Section 5. The Assistant will also be responsible for coordination of Picture Day and Yearbook.

Director of Fundraising: The duties of the fundraising director shall include but not be limited to all duties related to fundraising for the WVJE. This shall include raffles, sponsorships, private donations, and all other means of beneficial revenue, that will help support the financial wellbeing of the WVJE.

Director of Coaching: The duties of the Director of Coaching shall include, but not be limited to all duties pertaining to coaching and the associated discipline of coaching. These duties will also include the dissemination of information regarding playbook standardization, coaching clinics and coaching staff positions in all divisions. The director will also be responsible for the distribution and collection of necessary paperwork required by the SYF regarding background checks, etc. for coaches. The Director will also oversee the conduct and technique of these said coaches and will be responsible for initiating disciplinary action when required as outlined in Article 9 of the by-laws.

Director of Cheerleading: The duties of the director shall include, but not be limited to all matters pertaining to cheerleading and its associated rules, performances, practices, etc. as set forth by the Orange County Youth Football League (hereafter referred to as "OCTFL") and this governing body. The Director of

Cheerleading will be responsible for inventory, upkeep, distribution, collection, and ordering of uniforms. The Director will also be responsible for cheerleading assignments, selections of coaches, assistants and other cheer helpers for each squad. The Director will also oversee the conduct and techniques of these said coaches and will be responsible for initiating disciplinary action when required as outlined in Article 9 of the by-laws.

Equipment Manager: The duties of the equipment manager shall include, but not be limited to all duties pertaining to equipment inventory, distribution, collection, repair, replacement, maintenance, acquisitions, certifications, and reconditioning. The manager will ensure there are appropriate levels of equipment necessary for the number of participants enrolled in the WVJE.

Concession Manager: The duties of the Concession Manager will include but not be limited to all duties pertaining to the operation and supply of the concession stand and all WVJE merchandise. This will include maintaining proper inventory levels necessary for the operation of the stand, the selection of items to be sold for the betterment of the WVJE, staffing, setup, breakdown and a weekly report of finances during the period of operations.

Assistant Concession Manager: The duties of the Assistant Concession Manager shall be to assist the Concession Manager with the duties outlined in the above listed Section 10, Concession Manager.

Article 5-MEETINGS

Section 1 The board will meet once per month during each calendar year for the express purpose of conducting all business pertinent to the general wellbeing of the WVJE, to include but not limited to all acquisitions and expenditures, etc.

Section 2 All regular meetings will be conducted in accordance with *Robert's Rules of Order* and consist of an agenda to include; roll call, determination or a quorum (if necessary), reading of the minutes, bills and communications, report of officers, report of committees, old business/new business, announcements and good of the order, adjournment. Any person wishing to address/speak at a board meeting (other than board members or person(s) invited to speak) must notify the WVJE secretary three (3) calendar days in advance with their agenda, said person(s) subject matter will be limited to the agenda provided to the WVJE secretary, and length of time for discussion determined by the President. The President (at his/her discretion) may waive the three (3) calendar days notification if the situation dictates immediate attention.

Section 3 All official meetings must consist of a quorum for the purpose of conducting business as outlined in A quorum will consist of a simple majority of the board (to include trustees). If no simple majority exists, the meeting may be adjourned to a later date at the discretion of the President or director in charge as designated by the President.

Section 4 Exception to quorum rule (5.3). If it is determined that the meeting must be postponed, an exception to 5.3 will be allowed for the sole purpose of paying current bills only. A quorum to pay bills will consist of at least one third of the directors as outlined in 3.2. No other business is to be conducted under this exception/rule. This may be referred to as the $\frac{1}{3}$ **quorum** rule.

Section 5 Scheduling of the monthly meetings will be done at the January meeting of each calendar year. Meeting times, date and location may be changed at the discretion of the seated board as conditions warrant.

Section 6 Informal or work session meetings outside of the monthly meeting will be permitted at the discretion of the President, however no monthly business will be conducted at this time. Informal and work session meeting are to be conducted for the express purpose of committee work, event planning and to facilitate the flow of the monthly meetings.

Section 7 The President, at his/her discretion or the board, by a simple majority request may conduct an emergency meeting to conduct business if conditions dictate. The same quorum conditions will apply as in 5.3.

Section 8 The board reserves the right to go into executive session at any time to discuss matters pertaining to legal, personnel, and confidential charitable contributions such as scholarships as outlined in 11.5.

Section 9 If a board member anticipates being absent from a Board Meeting, the individual will contact the President of the board as to the reason. If a board member is absent three (3) times within a 12-month period, the board member will be deemed to have resigned and the position declared vacant. The remaining board members reserve the right to reinstate the remaining board members (who violated section 9) by a majority vote. If the board member is not reinstated the remaining board members will follow the procedure spelled out in ARTICLE THREE SECTION 7.

Article 6- COMMITTEES

Section 1 The President will be permitted to form committees as needed to perform various tasks, such as event planning, additional fundraising, long range planning etc. so long as it benefits the objectives outlined in Article 2.

Section 2 The President may appoint persons of his choosing to any committee provided that they are the parent or guardian of a program participant. The President will preside over all committees and be responsible for the actions of all committee members.

Article 7 - MISCELLANEOUS

Section 1 The fiscal year will run from January 1 until December 31 of the same year.

Section 2 All newly elected board members will take office January 1.

Section 3 All matters relating to "Rules and Regulations of Participation" by Coaches, Players and Cheerleaders and the direct affiliation with the SYF as the lead sanctioning body will be dictated by those rules that have been officially accepted by the SYF.

Section 3a West Valley Junior Eagles Football and Cheerleading may at any time make an addendum to SYF rules for the benefit of the organization, so long as it does not supersede, modify or otherwise alter the intent of the SYF Rules.

Section 4 Additions, amendments, deletions and changes to these by-laws may be done at any monthly meeting by the group with two thirds vote, providing that the aforementioned has been submitted in writing ten (10) days prior to said meeting. The proposal may be electronically submitted via email, but not allowed via text messaging. All board members must be included on CC address line of email for proposal to be considered at said meeting.

Section 5 Replacement, resignation, or election of a new President, Treasurer or both will create the necessity or an internal audit that will upon acceptance by all individuals concerned, facilitate the smooth and responsible transition of duties.

Section 5a An internal audit will consist of at least 3 board members who do not share in the duties of President or Treasurer.

Section 5b A simple internal audit should be conducted every year to close out the fiscal year and to give all board members an accurate financial outlook for the organization.

Section 5c If an audit reveals any inconsistencies that cannot be reconciled, the Treasurer may be asked to surrender the books/accounting file depending on the severity of the discrepancies. Ample time as determined by the audit committee will be given to provide additional documentation or explanation. If no

documentation is available or can be provided, the books will be turned over to league's accounting firm for further audit. Inconsistencies/discrepancies greater than \$50.00 may be considered grounds for surrender.

Article 8 - Coaching - Football and Cheerleading

Section 1 - All coaches agree to abide by the rules set forth in the "Coaches Code of Conduct" as published by the SYF.

Section 2 - All head coaches and assistant coaches must be board approved.

Section 3 - No cheerleader may participate in the competition season if they do not cheer during the football season.

Article 9 - Disciplinary Procedure for Players, Parents or Volunteers

Section 1 - Player discipline for minor infractions such as missed practice, swearing, etc. will be left to the discretion of the head coach or designee. If it should be necessary to take action for more severe infractions that result in lost playing time, suspension or cut from the team, the head coach is to notify the Director of Coaching, Director of Cheer or Director at Large as soon as possible so that the necessary and proper chain of command can be notified. If the action taken is grieved in any way, the board members are to be notified in the following order; Director of Coaching/Cheer, President, Board Members. If a satisfactory resolution cannot be reached within this group, the problems will be deferred to the SYF for further review and resolution as per their published guidelines. The ruling of the SYF Board of Directors will be final.

Section 2 – Parents/coaches and board members should familiarize themselves with the "Parents Code of Conduct" and use it to their advantage to resolve grievances or disputes. Any additional action will follow the same chain of command guidelines set forth in 9.1

Section 3-Any concerns or issues that have the potential to result in discipline of coaches or board members possibly leading up to suspension or removal will be investigated by the board with interviews being conducted by persons appointed by the board. Actions leading up to dismissal from the program will be presented during open session at a special board meeting, A vote will be conducted in closed session by the WVJE board with a 2/3 vote being required to act on suggested discipline of the person under investigation. Results will be presented by the Board President and one other board member to the person being investigated within 5 business days of deciding vote during the special board meeting.

Section 4- Parents/ athletes/Board members/ Coaches who are removed from the WVJE program by the Disciplinary process shall be allowed the opportunity to petition the board the following season to review potential reinstatement. Following the petition and review by the board a vote by the current board will be conducted in a special board meeting, with a 2/3 vote majority to overturn decision of previous season. The board will notify the petitioner with in 5 business days of the special board meeting vote.

Article 10 - Conflicts of Interest

Section 1 - As of January 1, 2022 on any issue concerning a family member of a board member that requires a vote, said board member will be recused from that vote. Family members will include the following; spouses, children, siblings, in-laws, and nieces and nephews. If due to said board members recusal from vote, a tie results, the President of the WVJE will make the final determination of said issue. If the person(s) involved are a family member of the President of the WVJE, then the Vice President will make the final determination of said issue.

Article 11 - Fiscal Responsibility

Section 1 - It will be the responsibility of all members who collect, handle, retain and/or disburse funds for merchandising, fundraising, registration, concession, etc. to provide a written, accurate and detailed report of activity to the board for the duration of that activity.

Section 2 - It will be the responsibility of the board to ensure responsible investment and handling of funds during times of inactivity. This will include, but not be limited to transfer of funds to money market accounts and certificates of deposit. All transactions of this nature will require majority vote.

Section 3 - It will be the responsibility of the President and the Treasurer to ensure that accurate and up to date reports are delivered to the selected accounting firm for filing as required by the appropriate government agency as outlined in the not for profit requirements. Failure to do so will constitute dereliction of duty and warrant an emergency meeting and possible removal from office as outlined in 3.5.

Section 4 - The board reserves the right to scholarship program applicants at any time. No application process is required, however a board member or the head coach of the person/family in question should be present to help vouch and/or explain the need. The board reserves the right to keep the names of the families who have been awarded scholarships based on financial need confidential. The line item need only be entered as "Scholarship, amount and calendar year" in the records.

Section 5 - At no time whatsoever will the board be compelled to purchase food, snack, or refreshments for the sole use of the board meetings, work sessions, registration, or at any other event that does not promote the general wellbeing of the registered participants. Expenditures of the nature for events such as pep rally or training camp is acceptable, but first must be approved by the board

Section 6 - All expenditures relating to equipment, capital improvements, transportation, to and from games, referees, etc., that are not sustained through a self-supporting means will be voted on by the board prior to the expenditure. Self-supporting expenditures is defined as merchandise reorders, concession reorders, golf outing, raffles, etc.

Section 6a- Any expenditure requiring a vote from the board will either be record as an discussion/ action item during the monthly board meeting or utilizing the remote board meeting form to be recorded in the following months regular board meeting consent agenda.

Article 12 - Code of Conduct - Board of Directors

Section 1 - As a not for profit youth organization, the board of directors of the West Valley Junior Eagles Football and Cheerleading organization are held to the highest standards of conduct and sportsmanship and will therefore abide by the aforementioned and following rules.

Section 1a - The board members will follow all of the rules set forth by the SYF, the Parent Code of Conduct, and the Coaches Code of Conduct.

Section 1b - The board agrees to be responsible for resolving all disputes, concerns and charges brought before them against players, coaches, board members and parents.

Section 2 - Intrinsic to the conduct of the board, the board must be guided by the principles of sound judgement, good moral conduct in the presence of all children, honesty, fairness, integrity, and always be mindful of the greater good of the organization.

Section 3 - All board members are legally and morally bound to run the organization within the guidelines set forth by local, state and federal authorities (including the IRS and Department of Taxation and Finance) and any regulations set forth by the school districts and sports organizations whose facilities we are privileged to use. Compliance will include open disclosure of all finances, open access to the minutes of all meetings and all business proceedings pertinent to the management of the organization,

Approved: April 2024

Remote/ Special Board Approval action form

1.) Call to Order

a.) Time: _____

b.) If utilizing Text message, a screen shot of approvals will be printed and included in meeting minutes.

2.) Roll Call- Board Members in Attendance:

3.) Discussion Action Item:

Motion Made by: _____ 2nd by: _____ Vote: (Yea)_____ (Neah)_____

Decision Made by the board: _____

Any Remote Board Approval action item will be submitted to the Secretary and included in the following months consent agenda items to record in the regular board meeting minutes.