

BY-LAWS
Of
WACHUSETT YOUTH FOOTBALL AND CHEER

Section I Articles of Organization

ARTICLE I - NAME

The name and purposes of this corporation shall be as set forth in its Articles of Organization. These By-laws, the powers of the corporation and of its members, directors and officers, shall be subject to the Articles of Organization as in effect at that time.

The name of this Association shall be known as Wachusett Youth Football and Cheer, Inc. formerly known as Wachusett Regional Pop Warner Football, Inc. and Wachusett Youth Flag Football, which merged as of 1 May 2009.

ARTICLE II - OBJECTIVE

To provide structured and organized football and cheer programs for the Youth of the Wachusett Regional Towns. The league strives to attain a positive atmosphere, with an emphasis on team play, development, and encouragement of positive values for all members. In conjunction with such purposes, through the medium of a supervised football and cheerleading program is to seek to implant in the youth communities of Wachusett Region towns the ideals of good sportsmanship, honesty, loyalty, courage, scholarship and reverence, so that they may be finer, stronger, and happier youth who will grow to be good, healthy adults.

ARTICLE II - STATEMENT OF AFFILIATION

Wachusett Youth Football & Cheer, (herein after referred to as WYFC) shall be affiliated with Pop Warner Little Scholars, Inc. (hereinafter referred to as PWLS, Inc.) and shall be governed by, and comply with the principles, rules, and regulations enunciated and decreed by PWLS, Inc. and the Highest Local Authority (hereinafter referred to as HLA) as chartered by PWLS Inc.; in which WYFC, Inc. is a member.

Wachusett Youth Football and Cheer also follows the Code of Ethics developed and instituted by the National Alliance for Youth Sports

ARTICLE III - SITE OF PRINCIPAL OPERATION

The principal operation of WYFC, Inc. shall be in and about the towns known as Wachusett Region, comprised of Holden, Paxton, Princeton, Rutland, and Sterling, County of Worcester, State of Massachusetts, but may extend into such

areas as are permitted by the rules and regulations of the PWLS, Inc. and said HLA in which WYFC, Inc. is a member.

ARTICLE IV - Gender

The pronoun “he” or “his”, when appropriate, shall be construed to mean also “she” or “her”.

ARTICLE V - GENERAL ASSOCIATION

Section 1 – Transition Board

WYFC for a period of not more than 3 years from merger date will have a transition board consisting of 3 former members from the legacy Wachusett Youth Flag Football organization and 3 members from the legacy Wachusett Pop Warner organization. The Transition Board will have all governing responsibilities and voting rights to decide league matters. A majority vote will decide governing matters. There will be 2 Board of Governors to oversee Board activity. These members have voting rights. There will be 2 Football Coaching Representative’s who are designated as advocates for the coaches of tackle and flag football. The Football Coaching Representatives are non-voting members.

If a Transition Board member cannot fulfill their duties as outlined within the Executive Board responsibilities during the 3 year transition period, then the Board of Governors will appoint a replacement member.

Section 2 – Wachusett Youth Football and Cheer Executive Board

Following the 3 year term of the 6 member transition board, an Executive Board will be put in place. The Executive Board will be voted-in by the 6 member transition Board with ratification by the Board of Governors. The Executive Board will consist of the members outlined in Section 3.

Section 3 - Executive Board

Executive Board of WYFC, Inc. shall have officers who shall have the powers and duties of a board of directors under Massachusetts law. The officers shall be responsible for the general management and supervision of the business affairs of the corporation.

The Executive Board will be comprised of seven voting members elected with staggered terms bi-annually at the Annual Meeting as follows:

1. President
2. Vice President
3. Treasurer
4. Director of Fundraising Operations
5. VP of Cheerleading Operations

6. VP of Football Operations
7. VP of Flag Football Operations

The Executive Board will also have non-voting members who provide special advice to the Executive Board. These non-voting members are:

1. Cheer Secretary
2. Football Secretary
3. Flag Secretary
4. All elected Coaches Representatives (Cheer, Football and Flag)

Coaches Representatives are elected yearly by the coaching body as non-voting members of the Board:

1. Cheerleading Coaches Representative
2. Football Coaches Representative
3. Flag Football Coaches Representative

The terms of office as it pertains to the voting Executive Board shall be 2 years. Candidates for Executive Board positions and Board Members must be nominated, seconded and receive a majority of the votes of the members of the Executive Board present that are eligible to vote.

Section 4 - Other Positions

The executive board has the authority to appoint other non-voting positions necessary to conduct the business of WYFC. Such positions are temporary and exist at the convenience of the Executive Board. These positions may be created or terminated by a majority vote of the executive board. These positions will be reviewed annually by the Executive Board. Term for these special positions shall be 1 year

Examples of Positions in this category are:

Positions in this category may be collateral positions and do not prohibit individuals from holding other positions in the organization or on the Executive Board.

Section 5 - Head Coaches

All Head Football and Cheering Coaches in WYFC, Inc. will be nominated by its general body and/or submitted by petition to the executive board through the Director of Football Operations, Director of Flag Football and the Director of Cheer Operations for their respective areas of responsibility. Head Coach positions are approved by the Executive board on an annual basis.

Section 6 - Assistant Coaches and Trainers

Head coaches will recruit and nominate their staff of assistant coaches and trainers and student demonstrators. The list of assistant coaches/trainers/student demonstrators will be consolidated by the VP of Football, Flag and Cheer Operations for their respective areas of responsibility. Prior to the start of Conditioning Camp or the regular season, the executive

board will vote to ratify each assistant coach and trainer/student demonstrator position by vote.

ARTICLE V – RESPONSIBILITIES

President: The President shall preside at all meetings of WYFC, Inc. He/She shall also be responsible for the overall administration of the Association and will act as spokesperson concerning any internal or external problems/conflicts.

1. Conduct the affairs of WYFC and execute the policies established by the executive board
2. Present a report on the condition of WYFC at the annual meeting
3. Communicate with the executive board, such matters as deemed appropriate and make such suggestions as may tend to promote the welfare of WYFC.
4. Investigate complaints, irregularities and conditions detrimental to WYFC and report thereon to the executive board, if necessary.
5. Prepare and submit an annual budget to the executive board and be responsible for its execution.
6. With assistance from the Board, examine the application and support of proof of age and any other required documents of every participant candidate and certify to residency and age eligibility before the participant may be accepted.
7. Represent and attend all affiliated activities and meetings where WYFC attendance is required.
8. Establish an ongoing business plan and provide strategic direction for growth and viability of WYFC.
9. Voting Member of the Executive Board.

Vice President: The Vice President shall assist the president with his/her duties. In the absence or disability of the President, the Vice President shall perform the duties of the President. He/She will also sit on any Board Hearing. Voting Member of the Executive Board.

Treasurer: The Treasurer collects and disperses all funds, prepares budgets, reports on the status of the funds, maintains all financial records. Coordinates all necessary filings with the League's Certified Public Account. Provides oversight for transparency of financial matters and full compliance with all Federal/State Laws pertaining to Non-Profit Organizations. Voting Member of the Executive Board.

Director of Fundraising Operations: The Director of Fundraising Operations is responsible for overseeing the activities needed to raise the funds required to cover the expected budget for the year. All fundraising is to be reviewed and voted on by the Executive Board. Voting Member of the Executive Board.

Vice President of Cheerleading Operations: The VP of Cheerleading Operations oversees the cheering component of WYFC program. The VP of

Cheering is WYFC delegate to the regional cheerleading meetings and responsible to report to the Executive Board all business of the cheering program. The Cheer Vice President oversees the recruitment and nomination of Head coaches, Coaching clinics for their development, registration of cheer participants and organization of WYFC participation and support of Cheer competitions. Vice President of Cheerleading will have overall operational responsibilities for the Cheering program, and be responsible for upholding the standards established by the Executive Board. Voting Member of the Executive Board.

Vice President of Football Operations: The VP of Football Operations oversees the tackle football component of the WYFC program. The VP of Football is responsible for organizing and running the "football camp" and responsible to report to the Executive Board all business of the football program. The Football Vice President oversees the recruitment and nomination of Head coaches, Coaching clinics for their development, registration of football players and organization of WYFC participation and support of pre and post-season competitions. Vice President of Football Operation will have overall operational responsibilities for the tackle Pop Warner football program, and be responsible for upholding the standards established by the Executive Board Voting Member of the Executive Board.

Vice President of Flag Football Operations: The Vice President of Flag Football Operations oversees the flag football component of the WYFC program. The VP of Flag Football is responsible for organizing and running the flag football program and is responsible to report to the Executive Board all business of the flag football program. The Flag Football VP oversees the recruitment and nomination of Head coaches, Coaching clinics for their development, registration of flag football players and organization of WYFC participation and support of pre and post-season competitions. Vice President of Flag Football will have overall operational responsibilities for the Flag Football program, and be responsible for upholding the standards established by the Executive Board Voting Member of the Executive Board.

Cheerleading Coach Representative: The Cheerleading Coach's representative acts as liaison between the cheering coaches and the Executive Board. She will represent their interests to the board. This position is voted and elected by the cheering coaches yearly.

Football Coach Representative: The Football Coach's Representative acts as liaison between the football coaches and the Executive Board. He will represent their interests to the board. This position voted and elected by the football coaches yearly.

Flag Football Coach Representative: The Flag Football Coach's representative acts as liaison between the football coaches and the Executive Board. He will represent their interests to the board. This position voted and elected by the football coaches yearly.

Football Secretary: The Secretary records the proceedings of all board meetings, prepares and mails the minutes, maintains the minute's records and sends out the meeting notices. The Secretary also maintains all other records of the program, except financial records. The Football Secretary receives all football

registration materials and ensures the accurate and complete preparation of the Football "Coach's Books" and rosters for both "Dry Certification" and Weigh-in Certification.

Flag Football Secretary: Flag Football Secretary receives the Flag Football Registration Materials ensures the accurate and complete preparation of the Football "Coach's Books" and rosters for "Dry Certification".

Cheering Secretary: Receives all Cheer registration materials and ensures the accurate and complete preparation of the Cheer "Coach's Books" and rosters for both "Dry Certification" and Actual Certification

Head Coaches: Head coaches are responsible for the preparation of their team. They are responsible for ensuring that their actions and those of their assistant coaches are in accordance with the WYFC Coach's Code of Conduct. Head coaches are responsible for the safety of their players/participants, the sportsman's like conduct of the game and the conduct of their fans.

If an assistant coach or Head coach is in violation of said Code of Conduct, a hearing before the Executive board is mandated. At such time, the Executive board will rule on the future participation of said coach. The VP of Football, VP of Flag Football or the VP of Cheering as appropriate will conduct an informal inquiry into the facts surrounding the alleged violation and will present those facts to the executive board for their review and decision. The executive board may, at its discretion, hear additional information from concerned parties prior to making any decision. Decisions of the executive board are final.

ARTICLE VI - MEMBERSHIP AND VOTING RIGHTS

Participant Members: Any participant candidate that meets the requirements of participation and who reside within the authorized boundaries of WYFC shall be eligible to participate but shall not have voting rights, duties or obligations in the management or in the property of WYFC.

Members: Any person actively interested in furthering the objectives of WYFC shall become a regular member upon election by the Executive Board or upon registration of their child that meets the requirements of participation. These members have no voting rights.

All Officers, Board Members, Committee members, coaches and other elected or appointed officials must be active Members in good standing.

Sustaining Members: Sustaining Members are any person who is not a regular member who makes financial or other contributions to WYFC may, by a majority vote of the Executive Board, become a Sustaining Member, but such person shall have no rights, duties or obligations in the property of the league.

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

Suspension or Termination of Membership: Membership may be terminated by resignation or action of the Executive Board.

The Executive Board, by a 2/3's vote of the present and duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member when the conduct of such person is considered detrimental to the best interests of WYFC.

The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

All coaches shall lose tenure immediately as of:

1. The end of the season, including playoffs and championships
2. December 31 of the year, whichever date is earlier.
3. The only exception to this provision will be Cheer Coaches, Football Coaches or Flag Football Coaches that are coaching in a WYFC Year Around Cheer or CMPW sanctioned Year Around Football program. In this case their tenure will be reaffirmed by the Executive Board through nomination of their respective Vice President for the purposes of the "Year Around" season. Their tenure will expire at the end of the "Year Around" season unless they have been selected and confirmed by the Executive Board to continue as a coach for the regular season.

The Executive Board shall in the case of a participant member, give notice to the head coach of the team of which the participant is a member. Said head coach shall appear, in the capacity of an advisor, with the participant before a duly appointed committee of the Executive Board, which shall have the full power to suspend or revoke such participant's right to future participation.

Each member of the WYFC, Inc. Executive Board shall have one vote per item. The President will cast the final vote in all votes. The President's vote is the tie breaking vote for in instances where the other six board members are deadlocked. If the President's vote causes a tie, the Executive board will convene a private Executive Session. During Executive Session, the board members will deliberate the question at hand and conduct a private vote. The President's vote will be the tie breaking vote during executive session votes.

Resignations: Officers may resign at any time by delivering notice verbally or in writing to the remaining Executive board members through the President or Vice President.

Removals: Officers may be removed with or without cause by a majority vote of the officers of the Executive Board.

Vacancies: Any vacancy in the Executive Board may be filled by a vote of the remaining directors at any meeting. Each such successor shall hold office for the unexpired term of their predecessor. Members of the Executive Board shall have all of their powers notwithstanding the existence of one or more vacancies in their number.

ARTICLE VII - NOMINATIONS

All nominations for the WYFC, Inc. Board shall be submitted to the Executive Board from the previous year's members of the organization, at the January

WYFC, Inc. Board meeting. These nominations for the Executive Board will be voted on during the February Board meeting, where and when the new committee shall be voted in with the exception of the two coaches' representatives who will be nominated and voted on by their peer coaches.

ARTICLE VIII - MEETING & QUORUM

Section 1 - Regular meetings

To be held monthly as set at the annual meeting, dates of executive board meetings may be changed by a simple majority vote of the members and will be posted on the WYFC website if time permits.

The location of regular meetings of the Executive Board will be at such places and at such times as the president or other Executive Board Members may determine.

Section 2 - Annual Meeting

To be held in January.

Section 3 - Emergency meetings

When it is necessary meeting is to be called with 24-hour notice.

Section 4 - Meeting Format

As per article XVI - Order of Business

Section 5 - Quorum

A Quorum of 51% or more is necessary to hold a meeting.

ARTICLE IX - AMENDMENTS

Amendments to these by-laws may be approved by a 2/3s majority of the Executive Board members.

ARTICLE X - GOVERNMENT

The fiscal year for WYFC shall run from January 1st through December 31st.

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

To deal effectively with any problems and or conflicts, the WYFC, Inc. will use the following list of communications:

1. Executive Board
2. Football/Flag Football/Cheerleading Vice President
3. Head Coach of respective squad.

This chain of communications will be used for all communications starting with the Head Coach of the respective squad/team and working up to the Executive Board.

If not resolved within a reasonable amount of time (14 days), a letter must be written to the board. No complaint or request shall be acted upon unless all details are given in writing and signed by all those requesting the answer or action. Should the director resolve the conflict an accounting of such conflict shall be submitted in writing to the Board.

A complaint or request submitted to the Board will not be acted upon until the next monthly meeting with the stipulation that all prior regulations have been followed. The party(s) requesting the action will receive a response within 14 days of said meeting.

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

ARTICLE XI - FORMAL HEARING

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

ARTICLE XII - PROTEST OF DECISIONS BY THE BOARDS

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

ARTICLE XIII - YOUTH ELIGIBILITY

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

ARTICLE XIV - FEES

The Executive Board has the authority to determine all fees associated with membership and participation in the programs of WYFC.

All registration fees are considered non-refundable due to the advance pre-season fees and expenses which WYFC occurs in preparation for the season.

Registrations fees may be refunded at the discretion of the executive board if there are insufficient sign-ups for a team at a particular level and a player is ineligible to play on another team within the program as determined by the Director of the appropriate program.

Discretion to waive or refund fees is at the discretion of the Executive Board for all other circumstances.

ARTICLE XV - ORDER OF BUSINESS

All meetings should be governed by Robert's Rules of Order and these By-laws

1. Call to order by the presiding Officer.
2. Roll call by the Secretary.
3. Reading of the minutes of the previous meeting by the Secretary followed by any questions and a vote for acceptance of the minutes.
4. Treasurers Report by the Treasurer followed by any questions and a vote for acceptance of the treasurers' report.
5. Reports by Auxiliary boards as applicable.
6. Old business (updated information)
 - a. League Matters
 - b. WYFC Matters
 - c. Cheer Matters
 - d. Football Matters
 - e. Flag Football Matters
 - f. Other Old Business
7. New business
 - a. League Matters
 - b. WYFC Matters
 - c. Cheer Matters
 - d. Football Matters
 - e. Flag Football Matters
 - f. Other New Business
8. Notice of next meeting.
9. Adjournment.

ARTICLE XVI – Execution of Papers

The following Board Member will have the authority to execute papers for the Association:

President

Vice President

Treasurer

And the Secretary when acting on behalf of 1 of the 3 members listed above.

ARTICLE XVII – Compensation

WYF&C is a non-profit organization and all of its officers are volunteers who will receive no compensation for their activities. They may however, submit their expenses for conducting Association business to the treasurer for reimbursement for those expenses under \$500. Expenses above that amount will require approval of the executive board for payment.

ARTICLE XVIII – Conflict of Interest

At anytime if a member of the Association has a conflict of interest with the goals of the Association or if their actions might appear to be in conflict with those of the Association, it is the responsibility of the individual to identify this conflict to the Executive Board to determine the proper course of action which may include all actions including resignation or dismissal from the Association. If the person or persons should be members of the Executive Board, the remaining members of the Executive Board will determine the best path forward for the protection of the organization in its mission to provide football and cheer, instruction and competition to the youth of the Wachusett region.

At no point will former members be entitled to any of the assets of Wachusett Youth Football and Cheer.