

Frontier Youth Football League, Inc.

By-Laws

ARTICLE I – NAME

SECTION 1.1 - This organization shall be known as the Frontier Youth Football League, Inc. hereinafter referred to as the "League" and/or "FYFL".

SECTION 1.2 – The organization shall conduct itself as a public charity and non-profit corporation and shall be registered as such with the Commonwealth's Attorney General and with the Commonwealth's Secretary of State as authorized and required by M.G.L. Chapter 12, Section 8, M.G.L. Chapter 180 and Section 501(c)(3) of the Internal Revenue Code

SECTION 1.3 - The principle office for transaction of business for FYFL shall be a post office box maintained by the Treasurer. The residential address associated with the League shall be the address of the current President.

ARTICLE II - AFFILIATION

SECTION 2.1 - FYFL shall annually apply for or renew affiliation with an Affiliate League Organization comprised of other Youth Football organizations, currently the Suburban Amateur Football League, hereinafter referred to as 'SAFL'.

SECTION 2.2 - FYFL is a participant in SAFL and operates within the league rules, regulations, policies and bylaws of the SAFL. FYFL bylaws do not supersede SAFL bylaws.

ARTICLE III – PURPOSE

SECTION 3.1 - The purpose of the League shall be to organize and supervise organized cheer and the playing of Competitive football games under the Rules and Regulations as set forth by the SAFL Bylaws, the FYFL Bylaws, and the FYFL Participant Handbook.

SECTION 3.2 - Create a proper interest in youth athletic participation and competition; develop enthusiasm for the sport of football and cheer, teaching the fundamentals,

through practice, competition and sportsmanship, and to nurture athletic ability and youth physical fitness.

SECTION 3.3 - Ensure that all youth participants are provided with a fair and safe opportunity to participate in each and every game regardless of skill or athletic ability.

SECTION 3.4 - To encourage participants to maintain high scholastic grades in school and to develop a compassionate attitude toward others.

SECTION 3.5 – To foster ideals of good sportsmanship, teamwork, and respect for self and for all teammates, coaches, and officials.

SECTION 3.6 - To develop, promote and provide opportunities for coaches and officials to receive training in the rules and safe execution of skills of football and the skills necessary to enable coaches and officials to serve as positive role models for players participating in the sport of football, with an emphasis on the positive qualities of sportsmanship, teamwork and the building of character and with an absolute emphasis on player safety.

ARTICLE IV- STATEMENT OF POLICY

SECTION 4.1 - It shall be the policy of the League to conduct its activities so that the physical and moral welfare of the young people for whose benefit it is organized shall remain paramount and that all matters of the Policy shall be determined on that basis.

SECTION 4.2 - It shall be the policy of the League to implant firmly in the youth of the community the ideas of good sportsmanship, leadership, honesty, tolerance, loyalty, courage, and respect for one's self and others.

SECTION 4.3 - No person who is a member of the League, or who is employed or who is in any way connected with the league, shall receive any personal financial benefit therefrom beyond the reasonable value of services provided in carrying out the purpose for which the League has been organized.

SECTION 4.5 - It shall be the policy of the League to prohibit any direct advertising of alcoholic beverages or tobacco products in connection with the League or any of its programs.

SECTION 4.6 – FYFL firmly opposes and strictly prohibits any form of discrimination on the basis of gender, age, race or religious preference.

SECTION 4.7 – It shall be the policy of the League to engage in activities only for educational and charitable purposes permitted under the provisions of Chapter 180 of the General Laws of the Commonwealth of Massachusetts, and to the extent consistent with the educational and charitable purposes described in Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended and the regulations promulgated thereunder;.

ARTICLE V – MEMBERSHIP

SECTION 5.1 – Regular Membership shall include participating youth players and cheerleaders, parents, guardians or other sponsors of participating players and cheerleaders, adult volunteer leaders or managers, coaches, and Governing Board members are automatically members of the League and shall have voting rights except that voting rights shall be limited to 1 vote per participant family.

SECTION 5.2 – Volunteer/Community Membership shall include any interested person from the local communities who shares the ideals of the organization and are willing to volunteer their time and expertise to further the goals of the organization and who request membership in the League, except that such members shall not have voting rights unless otherwise entitled to as listed above.

SECTION 5.3 Coaching Membership: Any person interested in volunteering their time to coach FYFL players. All Coaches are required to pass a CORI check, be USA Football certified and are responsible for all documentation for this coaching position. The Board of Directors with a majority vote will appoint a Head Coach for each team. If there is more than one individual interested in the head coach position there will be an interview process to determine the most qualified person. Coaching Members are encouraged to attend all Board Meetings

SECTION 5.3 Terms of Membership - Regular League Membership shall be annual and shall begin with participant registration or other application and terminating upon withdrawal from participation, conclusion of post-season play or upon December 31st of each year; except that membership for participant families eligible to return in the following year may continue until failure to register for new season; Membership for coaches begins with board approval as a confirmed coach and ends on December 31st of each year or at the conclusion of post-season play. Membership for officers and governing board members is annual and begins immediately upon election or

appointment and terminates upon expiration of term of office, resignation, documented failure to perform duties, and/or removal by board action.

SECTION 5.4 - There shall be no dues or assessments for membership in the League, except for fees charged for participant players or cheerleaders. The Governing Board of Directors shall set the amount of participant fees annually.

SECTION 5.4 - Membership may be terminated by resignation, withdrawal, failure to complete payment of participant fees, or removal by the Governing Board of Directors following the disciplinary process stipulated in Section .

ARTICLE VI - LEAGUE GOVERNANCE

SECTION 6.1 - The League shall be under the direct supervision of the President and the Governing Board of Directors.

SECTION 6.2 – Rules of Play, Participant Eligibility, and Coaching Regulations shall conform to the By-Laws, Policies, Rules and Regulations of its sponsoring League Affiliate, currently the Suburban Amateur Football League (SAFL) and USA Football.

SECTION 6.3 – In all matters not covered by its Articles of Organization, Constitution, By-Laws and any standing rules, the League shall be governed by the current edition of the *American Institute of Parliamentarians Standard Code of Parliamentary Procedure*.

ARTICLE VII – OFFICERS AND GOVERNING BOARD OF DIRECTORS

SECTION 7.1 – The Governing Board of Directors shall consist of Elected Officers and Appointed Board Members with a minimum of 5 and a maximum of 15 individuals.

SECTION 7.1.1 - Elected Officers shall be the President, Vice President, Secretary and Treasurer. The Elected Officers shall be elected by a majority vote of all members present and voting at the Annual Meeting (or at a special meeting specifically called for that purpose).

SECTION 7.1.2 - Appointed Board Members shall include the Registrar, Equipment Manager, Volunteer Coordinator, Head Concessionaire, Media Coordinator, Fundraising Coordinator, and At-Large Board Members up to a total of 15 individuals. Appointed Board Members shall be appointed at the Annual Meeting or at a subsequent meeting

of the Governing Board, if necessary, and shall be appointed by vote of the majority of the Governing Board Members present and voting.

SECTION 7.1.3 - Head Coaches shall be ex-officio members of the Governing Board.

SECTION 7.1.4 - With the exception that the President may not also hold the position of Treasurer and that the President may not also hold the position of Head Coach, all other Board members may hold more than one position. However no individual or participant family may cast more than 1 vote.

SECTION 7.1.5 - All Officers/Board Members shall serve a 1 year term expiring on December 31st or upon election of successor at the Annual Meeting. At the end of term of office or upon resignation from position, all Officers/Board Members shall turn over all FYFL records to their successor in a timely manner.

SECTION 7.2 – All members are encouraged to volunteer as a Governing Board Members and/or to actively participate in all Board meetings and all events sponsored by the League.

SECTION 7.3 - Board Member Duties and Responsibilities. All Officers and Governing Board Members serve as volunteers and shall serve without any compensation or individual benefit as a result of their position with the League.

SECTION 7.3.1 State law imposes two primary duties: the duty of care, and the duty of loyalty. The duty of care means that Board members must act with such care as an ordinarily prudent person would employ. The duty of loyalty means that Board members must act in good faith and in a manner that they reasonably believe is in the best interest of the League. All Board members must ensure that they are informed of all activities of the League, to form independent judgements and to make all decisions in the best interest of the participants and members of the League.

SECTION 7.3.2 All Board members are expected to attend all scheduled board meetings, League or League hosted events or tournaments, and all game-day scheduled work shifts/assignments.

SECTION 7.3.3 Specific Board position responsibilities are outlined herein to include but not be limited to the following duties:

The **President** shall be elected by the full membership at the Annual Meeting or at a Special Meeting specifically called for that purpose as previously stated. The President shall 1) Act as the Chief Administrative Officer of the League; 2) Exercise supervision over the organization and all its activities; 3) Represent and speak for the League; 4) Preside at meetings of the Governing Board of Directors; 5) Sign letters/documents and take all appropriate actions necessary to carry out the will of the Governing Board of Directors and/or the League membership; 6) Represent the League at the Parent/Affiliate League (SAFL) meetings and other meetings as necessary. 7) Communicate/report to the Governing Board of Directors all matters affecting the League in carrying out its purpose; 8) Make suggestions in the best welfare of the FYFL; 9) Provide Annual Report to Membership summarizing activities of the League at the Annual Meeting.

The **Vice President** shall be elected by the full membership at the Annual Meeting or at a Special Meeting specifically called for that purpose as previously stated. The Vice President shall 1) Assist the President in the performance of the President's duties; 2) Preside at meetings in the absence or incapacity of the President and becomes the Acting President upon the death, resignation, or permanent incapacity of the President; 3) Serves as the ex-officio member on all standing and special committees; 4) Assists and coordinates activities between/among committees and/or board members as necessary to carry on the activities and goals of the League; 5) Recruits volunteers to fill Board and/or Committee vacancies; 6) Verifies and obtains documentation that coaches have been properly trained and certified as required by SAFL and USA Football and have verified CORI checks to be eligible as a Youth Coach; 7) Performs other duties as may be requested by President or Governing Board of Directors.

The **Treasurer** shall be elected by the full membership at the Annual Meeting or at a Special Meeting specifically called for that purpose as previously stated. The Treasurer shall 1) Be responsible for the collection, safekeeping, and disbursement of all League funds; 2) Keep an accurate accounting of all financial transactions in accordance with generally accepted accounting principles; 3) Maintain detailed records/documentation of all revenues and expenditures 4) Collects and disperses funds only as authorized by the League Articles of Organization, the League By-Laws, and/or as authorized by the Governing Board of Directors; 5) Provide monthly treasurer report to the Governing Board of Directors relative to monthly receipts, disbursements, accounts payable, and account balances. 6) Provide Written Annual Financial

Report to the Governing Board of Directors and to make said report available to all members at the Annual Meeting; 7) Serve as an ex-officio member of the Budget and Finance Committee; 8) Reconcile all bank statements and submit required financial documents to State and Federal agencies; 9) Organize and maintain all financial and tax records in good order and provide all financial information requested by the Governing Board of Directors, Auditors, Committee Chairpersons, State and Federal Agencies, sponsors or general membership.

The **Secretary** shall 1) Preserve and maintain in good order all official documents, records, and reports not assigned to the custody of other officers including but not limited to Articles of Organization, League By-Laws and Policies, Annual Financial Reports, Meeting Minutes, League correspondence, Insurance documents, Annual Reports to State and Federal Agencies as required by law; 2) Responsible for taking careful and accurate notes of the proceedings of the Governing Board meetings; prepare and maintain official minutes of meetings; 3) Assists presiding Officers with preparation and distribution of meeting agendas; 4) Assist with the preparation of meeting agendas; 5) Prepare an Officer List and call the roll when needed or directed by the presiding Officer. 6) Bring to each meeting the Minute Book; a copy of the By-Laws, rules and policies and copy of Parliamentary Procedures adopted; 7) Shall perform other duties as assigned by the President. 8) Shall give notice of all meetings to League membership in manner consistent with by-laws or other Board policy; 9) Act as primary point of communication to all parents on league matters pertaining to league activities and such.

SECTION 7.4 – Resignation or Removal from Governing Board of Directors. Any Board Member, elected or appointed, unwilling or unable to fulfill the duties and responsibilities for their full term of office may voluntarily resign from office or may be removed from office by a 2/3 vote of all members of the Governing Board, or by disciplinary action progressive process.

SECTION 7.5 - Method of Filling Vacancies – In the event of the vacancy of an elected officer due to death, resignation, inability to perform the duties, or removal from office, the Board of Directors by a 2/3rds vote of all board members may appoint an interim officer to fill the duties until such time as a special membership meeting may be held for the specific purpose of electing a new officer to fulfill the remaining term of office. . If timing of the vacancy does not allow for or if no suitable replacement is elected, that position may remain vacant until the next regular election. In the event of a

vacancy of an appointed officer, the Board of Directors will make nominations and select an interested person to fill the position for the remaining term of office.

ARTICLE VIII – MEETINGS

SECTION 8.1 - Annual Membership Meeting. The Annual Membership Meeting shall be scheduled following the conclusion of post-season play and prior to December 31st. All League members shall be given at least 7 days advance notice of the time, place and agenda for the Annual Membership Meeting. The Agenda shall include 1) Election of President, Vice President, Secretary, and Treasurer; 2) Appointment of Governing Board of Directors including positions for Registrar, Concessionaire, Fundraising Coordinator, Equipment Commissioner, Media Coordinator, and at large Board members; 3) Annual Report of President; 4) Annual Financial Report; 5) Annual Report of all Standing and Special Committees; 5) Annual Review of Constitution and By-laws; 6) Suggestions for the good of the League. All members shall have voting rights at the Annual Meeting and at any Special Meeting called for the purpose of the Election of Officers or for the purpose of Amendments to the Constitution and By-laws with the caveat that only 1 vote may be cast for each participant family.

SECTION 8.2 – Governing Board of Directors Meetings. The Governing Board of Directors shall meet monthly at a time and place agreeable to the majority of Board Members. All League members shall be notified by email of scheduled meetings at least 48 hours in advance and notice of scheduled meetings shall be posted on the League website at least 48 hours in advance. All League members shall be encouraged to attend any and all Board meetings and may request to participate in Board discussions, but all actions (motions) and voting rights on actions of the Board shall be limited to Governing Board members (with the caveat that only one vote may be cast per participant family).

SECTION 8.3 - All meetings of the Governing Board of Directors and votes of the Governing Board of Directors will be conducted in open session in accordance with the Commonwealth's Open Meeting Law.

SECTION 8.4 - Executive Sessions of the Governing Board of Directors may be held only for the specific purposes and following the specific procedures as provided for in the Commonwealth's Open Meeting Law. No votes may take place in Executive Session.

SECTION 8.5 – **Quorum.** In order to conduct any business of the Governing Board of Directors there must be at least 5 unrelated Board Members in attendance and eligible to vote.

SECTION 8.5 – **Meeting Attendance by Governing Board Members.** All Governing Board Members are expected to attend regular and special meetings of the Governing Board of Directors. Any Governing Board Member missing two consecutive meetings or who miss three out of five meetings will be placed on probationary status and shall lose voting privileges for the next two scheduled meeting. Any Board Member being placed on probation twice in a season may be asked to resign or may be removed from office by majority vote of the other Governing Board Members..

SECTION 8.6 – **All Coaches** (Assistant Coaches as well as Head Coaches) shall be strongly encouraged to attend and participate in all Governing Board of Directors Meetings and to bring ideas, suggestions, and any concerns to the attention of the Governing Board of Directors. .

ARTICLE IX - CONFLICT OF INTEREST POLICY

SECTION 9.1 - Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the board shall ensure that:

- The interest of such officer or director is fully disclosed to the board of directors.
- No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the board of directors at which such matter is voted upon.
- Any transaction in which a director or officer has a financial or personal interest shall be duly approved by members of the board of directors not so interested or connected as being in the best interests of the organization.
- Payments to the interested officer or director shall be reasonable and shall not exceed fair market value.
- The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

ARTICLE X – POLICIES and COMMITTEES

SECTION 10.1 The Governing Board of Directors shall establish Standing Committees and may appoint any Special Committees as deemed prudent or necessary. All

Committees shall include at least one Governing Board Member and may include any number of other committee members as deemed necessary and prudent.

SECTION 10.2 The Governing Board of Directors may establish additional written policies and procedures apart from these by-laws by 2/3rds vote of Board members present and voting.

ARTICLE XI – DISCIPLINARY ACTION

SECTION 11.1 The Governing Board of Directors shall have the authority to suspend, discharge, or otherwise discipline any player, league official, parent or other person whose conduct is in violation of the Rules, Policies and Regulations of Frontier Youth Football League, these By-Laws, and/or at such time as it is considered to be in the League's best interest. All disciplinary actions shall be kept confidential.

SECTION 11.2 The Governing Board of Directors shall develop written policies and procedures relative to disciplinary actions. A complete description of the disciplinary process shall be published in the FYFL Participant Handbook

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ARTICLE VII: FEES

SECTION 12.1: Participant Members: a reasonable participation fee will be assessed each year to ensure the operational continuity of FYFL. It is the policy of FYFL that the inability to pay participation fees shall not keep an individual from participation in the program. Scholarships will be made available.

SECTION 12.2: Scholarships: Participant Members who cannot afford to pay the participation fee shall so indicate in writing to the Registrar, who will take such steps as necessary to assure that the suggested fee does not prevent a player from participating in FYFL.

SECTION 12.3: Refunds: Prior to the end of the first week of practice, 100% refunds will be given upon request. After the first practice a written request for refunds due to unusual circumstances may be submitted to the Board of Directors, and will be judged on a case-by-case basis.

ARTICLE XIII - FINANCIAL POLICY

SECTION 13.1 - The Governing Board of Directors shall administer League finances, and shall cause all monies belonging to the League shall be custodied in an appropriate Banking Institution under the League's name. The Governing Board of Directors shall direct all expenditures in such a manner as will give no individual or team any advantage over another.

SECTION 13.2 - The Governing Board of Directors shall institute a written policy relative to the preparation of financial reports, and an annual audit of the books of the League.

SECTION 13.3 – The Governing Board of Directors shall establish a Budget and Finance Committee who shall 1) Advise the Board on establishing an annual budget; 2) Advise the Board on instituting written policies and procedures for the handling and documentation of all receipts and expenses.

SECTION 13.4 – The Governing Board of Directors shall establish an Audit Committee, who shall perform an annual audit of financial records, reports, accounting procedures, expense and income documentation and shall make recommendations to the Board as deemed necessary and prudent to safeguard League assets.

Section 13.4: The Governing Board of Directors shall not permit the solicitation of funds in the name of FYFL unless all the funds so raised are placed in the FYFL treasury.

Section 13.5: The Governing Board of Directors shall not permit the disbursement of FYFL funds for any expense other than the conduct of FYFL activities in accordance with the rules and policies as set forth herein.

SECTTION 13.6 All monies received shall be deposited to the credit of FYFL in a local bank and all disbursements shall be made by check signed by the Treasurer or other authorized Board member.

SECTION 13.7 – Purchases - All major purchases, excluding normal operating expenses, exceeding \$1,000 for capital expenditures or \$500 for operational expenditures must be approved by a majority vote by the Governing Board of Directors with the presence of a quorum at a duly constituted meeting. Normal operating expenses include concession expenses, registration expenses, SAFL fees and insurance or other regular expenses as determined by the Governing Board of Directors. In Emergency situations: The President, Vice President, Treasurer and

Secretary may by unanimous vote make the necessary decision and report to the full Governing Board of Directors at the next meeting for ratification.

Section 13.8: No Governing Board member shall receive any compensation at any time for any reason.

SECTION 13.9 No part of net earnings shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the League shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III

ARTICLE XIV – FUNDRAISING

SECTION 14.1 - All fundraising activities undertaken for the benefit of the League shall be subject to the approval and supervision of the Governing Board of Directors.

SECTION 14.2 - No funds or accounts may be established on behalf of the League, except by authority of the Governing Board.

ARTICLE XV - AMENDMENTS TO BY-LAWS

SECTION 15.1 League By-laws shall be reviewed annually at the beginning of each calendar year.

SECTION 15.2 The Governing Board of Directors may propose any amendments deemed necessary and prudent. The Board shall then schedule a meeting for the specific purpose of adopting by-laws and shall provide notice of meeting to all League members at least 15 days in advance of scheduled meeting. Proposed amendments shall be distributed to all League members with an invitation to submit written comments or to attend scheduled meeting to discuss and vote on amendments to by-laws at least 15 days in advance.

SECTION 15.3 By-Law Amendments may then be adopted, following appropriate notice, at a meeting specifically called for that purpose by 2/3rds vote of all League members present and voting at said meeting.

ARTICLE XVIII – DISSOLUTION

SECTION 18.1 - Upon dissolution of the League, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government or to a state or local government, for a public purpose.

Adopted: April 19, 2016