

ALDEN JUNIOR FOOTBALL ASSOCIATION, INCORPORATED BY-LAWS

Operating as Alden Junior Football and Cheerleading

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ARTICLE I THE ASSOCIATION

A. Name

1. The name of this organization shall be Alden Junior Football and Cheerleading.

B. Purpose

1. To operate exclusively for the purposes of coordinating the efforts required within the Alden community for youths, a program of junior football and cheerleading.
2. To provide, maintain in good repair and store football and cheerleading equipment for use by the youths registered in the program.

C. Nature of Corporation.

1. Alden Junior Football & Cheerleading is a not-for-profit corporation formed under the New York State Not-For-Profit Laws, which is organized and shall be operated in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued thereunder.

ARTICLE II MEMBERSHIP

A. Qualifications

1. The Association has open membership to persons 18 years or older *and who is a parent/guardian or sibling of an AJFC participant or intern. Membership is also open to all coaches and volunteers of AJFC.*
2. *The Board of Directors may grant membership to other interested adults upon 2/3 vote.*

B. Voting

1. *Members of the Association earn voting privileges upon their third consecutive meeting.*
2. *Voting privileges will allow the member to vote on all matters not specifically reserved to the Board of Directors or Executive Board in these By-Laws or AJFC Policy and Procedure.*
3. If they miss a meeting after becoming eligible to vote, it is up to the Board of Directors' discretion to retain that person's voting privileges.
4. If said member has two (2) consecutive absences, voting privileges will be revoked.
5. Privileges will be reinstated only after said member has been in attendance for three (3) consecutive meetings.
6. The Board of Directors may reinstate *or grant voting* privileges *at any time* with written request due to personal emergency *or in the best interest of the organization.*
7. Absentee voting is allowed by any member, Board of Directors or Officers of the Executive Board in good standing with voting privileges. Votes must be submitted in writing via written note, text message or email to the President and/or Vice President before the start of the meeting.

ARTICLE III BOARD OF DIRECTORS

A. Number of Board of Directors, Terms and Qualifications

1. The Board of Directors shall consist of twenty (20) members of the Association elected by the membership for a three (3) year term. There will be thirteen (13) general Board of Directors, in addition to, the President, Vice-President, Secretary, Treasurer, Sergeant-at-Arms, Football Commissioner and Cheerleading Coordinator.
2. All Board of Directors *shall assist at least one (1) committee* and attend monthly meetings to remain in good standing as a Board of Director.
3. The Board of Directors shall establish guidelines as well as activity and reporting requirements for each standing and ad hoc committees in the Policies and Procedures Manual.

ARTICLE III BOARD OF DIRECTORS

A. Number of Board of Directors, Terms and Qualifications

4. Such Manual should be given to the committee chair once the committee has been accepted.
5. *If a Board of Director is elected to an Officer of the Executive Board's position, he/she is automatically removed of their duties as a Board of Director.*

B. Elections

1. Nominations for the Board of Directors must be made at or prior to the closing of the October meeting.
2. Voting for these seats will take place at the November meeting.
3. Election of the Board of Directors shall be by a majority vote.
4. Election results shall be read aloud once tallied and completed by the Sergeant at Arms and one (1) other member during the meeting.

C. Removal

1. Any *Board of Director, including Officers of the Executive Board* can be removed from *their position* by majority vote of the Board of Directors for cause.
2. If removed, the committee member must be notified in writing within ten (10) business days and such notice will state the entire reason for the removal.

D. Vacancies

1. If a Board of Director resigns or is dismissed, then an election will be held to fill the vacancy of the unexpired term.
2. Public notification of all vacancies for the Board of Directors will be placed in the Alden Advertiser or other suitable forum.

ARTICLE IV OFFICERS OF THE EXECUTIVE BOARD

A. Number of Officers of the Executive Board, Terms & Qualifications

1. The Officers of the Executive Board and chain of command shall be the following:
 1. PRESIDENT
 2. VICE-PRESIDENT
 3. SECRETARY
 4. TREASURER
 5. SERGEANT-AT-ARMS/GRIEVANCES
 6. FOOTBALL COMMISSIONER
 7. CHEERLEADING COORDINATOR
2. *All Officers of the Executive Board shall be elected to office for a two (2) year term or until their successors are elected. The President, Treasurer, Sergeant at Arms and Football Commissioner will be elected in odd numbered years. The Vice President, Secretary and Cheerleading Coordinator will be elected in even numbered years.*
3. To be nominated for an Officer of the Executive Board's position you must be on the Board of Directors.
4. Nominations for Officers of the Executive Board will be taken during the **October** meeting.
5. Elections to be held in November *prior to* the elections of the Board of Directors.
6. If a person wishing to be nominated and voted for an Officer of the Executive Board's position cannot attend the meeting because of an approved emergency situation, they may express their wishes in writing *via text or email* to the President and/or Vice President before the close of nominations of Officers of the Executive Board.
7. A head coach may not hold an executive position of Football Commissioner or Cheerleading Coordinator.
8. Husbands and wives may serve on the Board at the same time, but not as Officers of the Executive Board at the same time.

B. President Duties and Powers

1. Shall be the Chief Executive Officer of the organization.
2. Establish agenda for all meetings.
3. Preside at all meetings of the organization.
4. Decide all questions of order at all meetings.
5. Represent organization at external affairs or delegate same.
6. Coordinate all promotional activities of the organization.
7. Shall only be eligible to vote when a vote results in a tie. The President casts the deciding vote.
8. Shall, with agreement of the executive board, form standing and ad hoc committees to be chaired and run as the need arises.
9. Shall assist in filling all Standing and Ad Hoc committees unless otherwise provided for, and he/she shall be a member ex-officio of all such committees.
10. Shall sign, with the Treasurer, any deeds, mortgages, bonds, contracts or other instruments that the Board of Directors has authorized unless execution is expressly delegated by the Board of Directors or by these bylaws to some other Officers of the Executive Board.
11. Shall be one of the Officers of the Executive Board who may sign the checks or drafts of the organization.
12. Shall perform all duties incident to the office of President and such other duties as the Board of Directors may prescribe them.

C. Vice- President Duties and Powers

1. Shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.
2. Shall be one of the Officers of the Executive Board who may sign the checks or drafts of the organization.
3. *Shall be Chairman of one (1) Committee and assist other committees as the need arises.*
4. Shall perform such duties as may be assigned by the President.

D. Treasurer Duties and Powers

1. The Treasurer shall be custodian of all money received and shall deposit such money in a timely manner in a financial institution in the name of the Alden Junior Football and Cheerleading.
2. All cash received shall be recorded by a duplicate copy receipt book and verified by another Officers of the Executive Board, member of the Board of Directors or committee chairperson from whom it was received.
3. Shall present a yearly budget for review by the board in **February** to be approved by the board in **March**.
4. Shall present at each regular meeting, a written account of the finances of the organization
5. Shall have the original bills and bank statements available at the regular meetings.
6. Shall sign, with the **President or Vice President**, any deeds, mortgages, bonds, contracts or other instruments that the Board of Directors has authorized unless execution is expressly delegated by the Board of Directors or by these bylaws to some other Officers of the Executive Board.
7. Shall be one of the Officers of the Executive Board who may sign the checks or drafts of the organization.
8. *Shall be Chairman of one (1) Committee and assist other committees as the need arises.*
9. Shall perform such duties as may be assigned by the President.

E. Secretary Duties and Powers

1. Shall have the overall responsibility for all record keeping.
2. Shall record all minutes of all proceedings of the Board of Directors.
 - a. The Minutes at a minimum should reflect
 - i. the date and time of the meeting
 - ii. what Board of Directors were present, excused or absent
 - iii. what items were submitted for a vote and should be very clear about what decision was made
 - iv. any items that the Board of Directors should be doing to fulfill its obligations: e.g. budgets, financial reports, grievances, conflict of interest.
 - v. each committee's report
3. Shall see that all notices are duly given in accordance with the provisions of these bylaws or as required by law.
4. Shall authenticate all corporate records.
5. Shall be Chairman of one (1) Committee and assist other committees as the need arises.
6. Shall perform such duties as may be assigned by the President.

F. Sergeant at Arms/Grievance Duties and Powers

1. Shall keep a bound book available at all meetings for each attendee to sign.
2. Said book shall separate Board of Directors from the general membership signatures.
3. Shall take roll call of board members prior to the reading of the minutes.
4. Shall tell from the general members who is eligible to vote. It is then up to the discretion of the board if there is an ineligible voter.
5. Shall appoint a minimum of two (2) members of the organization to be on the grievance committee. Said members shall NOT be on the Board of Directors when said appointment is made.
6. Shall insure that the grievance committee follows the procedures for a grievance.
7. Shall be Chairman of one (1) Committee and assist other committees as the need arises.
8. Shall perform such duties as may be assigned by the President.

G. Football Commissioner Duties and Powers

1. Shall monitor football coaches, players, practices, games, equipment and activities.
2. Shall attend all league meetings and represent this organization and its members in a matter that is respectful while ensuring that the participants' best interest is voiced.
3. Shall be the liaison between the organization and the league.
4. Shall not be a head coach.
5. Shall work with the Treasurer for the preparation of an annual budget for all football related expenses.
6. Shall be Chairman of one (1) Committee and assist other committees as the need arises.
7. Shall perform such duties as may be assigned by the President.

H. Cheerleading Coordinator Duties and Powers

1. Shall monitor cheerleading coaches, participants, practices, games, competitions, uniforms and activities.
2. Shall attend all league meetings and represent this organization and its members in a matter that is respectful while ensuring that the participants' best interest is voiced.
3. Shall be the liaison between the organization and the league.
4. Shall not be a head coach.
5. Shall work with the Treasurer for the preparation of an annual budget for all cheerleading related expenses.
6. Shall be Chairman of one (1) Committee and assist other committees as the need arises.
7. Shall perform such duties as may be assigned by the President.

ARTICLE V MEETING OF THE ASSOCIATION

A. Regular

1. A minimum of twelve (12) general membership meetings will be scheduled each year. Meetings will be held on the third Wednesday of each month unless it falls on a holiday, at which time the board will reschedule for a later date.
2. If any meeting needs to be cancelled due to holiday, weather or other emergency, said adjourned meeting must be held within two (2) weeks of the original meeting date and at least seventy-two (72) hours' notice must be provided to all Board of Directors of the new date.

B. Special

1. The Board of Directors will meet in emergency situations where a decision needs to be made prior to the next scheduled board meeting, as directed by the President.
2. ***All Board of Directors must be notified of said meeting at least twenty- four (24) hours prior to the meeting.***
3. If a quorum cannot be made, the Officers of the Executive Board will make the decision.

C. Quorum

1. Consists of fifty percent (50%) plus 1 of the Board of Directors in good standing. There must be a quorum present at all regular meetings in order to conduct any business.

D. Executive Board Meetings

1. ***The Officers of the Executive Board shall meet, by order of the President, for matters pertaining to volunteers of the association requiring resolution before the next scheduled meeting of the Board of Directors.***
2. ***The Officers of the Executive Board must be provided notice of said meeting prior to said meeting. A Quorum of the Executive Board must be present to hold a vote.***
3. ***The Board of Directors will be notified of the results of any decisions made by the Executive Board and names of the Officers of the Executive Board in attendance. Such notification will occur at or prior to the next regularly scheduled meeting of the board or directors.***
4. ***Information discussed within any Executive Board meetings will remain confidential.***

ARTICLE VI FISCAL POLICIES

- A. The Treasurer shall disburse funds only by check as authorized by the Board of Directors or with the listed exceptions in the clubs By-laws.
- B. All accounts held by AJFC shall require the signatures of two duly elected Officers of the Executive Board for disbursements of funds. The President and the Treasurer shall sign all checks unless the endorser and payee are written to the same. In that case, the Vice President would be authorized to be a signature.
- C. The payee shall not be the authorized signature or the signature's family member.
- D. Committee Chairperson may request payment of any item previously approved in the Annual Budget.
- E. Purchase of goods, not approved in the Annual Budget, over two hundred dollars (\$200.00) must have the approval of the Board of Directors.
- F. All requests for monies in excess of \$200.00 must be accompanied by three (3) price quotes.
- G. Purchases, not approved in the Annual Budget, under the two hundred dollars (\$200.00) must be authorized by the President and Treasurer.

ARTICLE VII GENERAL PROVISIONS

A. Dissolution of the Association

1. To provide for the distribution of assets upon dissolution of the Association: if dissolution of the Association becomes necessary, all assets of the Association will be distributed within the requirements of the membership corporation law of the State of New York with consideration to the following provisions.
2. The Association will meet all legal obligations prior to dissolution.
3. None of the assets, earnings, or monies of the Association return to the benefit of any private shareholder or individual.
4. All assets, earnings, or monies of the Association be made available and offered to the Town of Alden Recreation Dept. for the continued benefit and use of the Alden area youth. If for any reason the Town cannot accept, two (2) independent appraisals be made of all assets and offered for public sale based on the appraisals. All monies received would then be offered by a committee of the Association to: the Town of Alden Recreational Dept. for the use to benefit the area youth, or to the Ewell Free Library for use to benefit the youth, or to the Community Chest of Erie County.

B. Discrimination

1. The Association shall comply with Section 504 of the Rehabilitation Act of 1973, as amended, and Title VII of the Civil Rights Act of 1964, as amended. The Association shall not discriminate against any person because of race, color, sex, religion, handicap, age or national origin, by refusing to furnish such person any services provided by the Association in any manner that would directly or inferentially reflect on the acceptability of the patronage of any person because of race, color, sex, religion, handicap, age or national origin.

C. Conflict Of Interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

D. Corporate Indemnity

1. This Association will indemnify its Officers of the Executive Board and Board of Directors to the fullest extent allowed by New York law.

E. Power & Authority

1. The Board of Directors shall have the power and authority to make, amend, repeal and enforce such rules and regulations, not contrary to law or Articles of Incorporation or these By-Laws, as they may deem expedient concerning the conduct, management, and activities of Alden Junior Football & Cheerleading, the admission, classification, qualification, suspension and expulsion of members, removal of Officers of the Executive Board, the rules and regulations governing the procedure of such suspension and expulsion and removal, the fixing and collecting of dues and fees, expenditures of money, auditing of the books and filing of tax records and returns, conducting of games, contests, exhibitions, parties and other functions, and other details relating to the general purpose of Alden Junior Football & Cheerleading, all however subject to revision or amendment by the members at any regular or special meeting.

F. Amendments

1. By-Laws may be amended by a two-third vote of board members and the voting members in good standing during the months of April and May. This can take place provided a quorum is present and a copy of the proposed amendment(s) are provided to each Board of Director at least one week prior to said meeting. All amendments to these By-Laws must be signed by the President and Secretary after they have been accepted and passed.

F. Amendments

2. By-Law changes may also be proposed during the year at any regularly scheduled monthly board meeting by a member in good standing if they are submitted in writing and read to the group by the Secretary. Such proposed change can then be voted on only at a regularly scheduled monthly meeting and may be applied only upon a unanimous (100%) board member and eligible general voting member approval.
3. If said changes are not 100% approved the change will be tabled until the following January and may be voted on again during the months of April and May only.

G. Roberts Rules Of Order

The rules contained in the current edition of Roberts Rules of Order, Newly Revised shall be the authority for any parliamentary procedure not covered by the By-laws or Articles of Incorporation. A copy of Roberts Rules of Order will be at all meetings and used for this matter unless there are special rules of order which Alden Junior Football and Cheerleading may adopt.

Certified by AJFC Secretary, Marcie Mason on June 17, 2015.

/s/Marcie Mason

Certified by AJFC President, Bill Kissell on June 17, 2015.

/s/Wm. Kissell

Note items changed in 2015 are in ***bold and italic*** for the convenience of the reader. It will return to regular font in 2016.