

CONSTITUTION AND BY-LAWS
OF
EAST MANATEE YOUTH FOOTBALL ASSOCIATION, INC.

ARTICLE I
Identification

The name of this non-profit organization shall be EAST MANATEE YOUTH FOOTBALL ASSOCIATION, INC., herein after (EMYFA).

ARTICLE II
Objective

EMFYA is organized to develop and operate a football and cheerleading program in affiliation with Pop Warner Little Scholars, Inc., and as a Neighborhood Association within the Foundation for Youth Development, Inc. in conformity with the principles, rules and regulations dictated by said organizations. In conjunction with such purposes, the objective of EMFYA, through a medium of competitive, supervised football and cheerleading program, is to seek to implant in the youth of the community the ideals of good sportsmanship, honesty, loyalty, courage and scholarship such that they may be finer, stronger and happier youth who will grow to be responsible contributors as adults.

ARTICLE III
Membership

- A. Qualifications for General Membership
 - a. Must have at least one child enrolled in the football/cheerleading program or participate as a volunteer demonstrating continuous involvement with the association for a period or twelve (12) consecutive months.
 - b. Must understand and promote the purposes and objectives of EMFYA.
 - c. Must agree to abide by all by-laws, rules, procedures and codes of conduct set forth by the association.
 - d. The association shall not prohibit membership on the basis of race, sex, gender, ethnicity, age, religion or sexual orientation.
- B. Application for General Membership
 - a. Any parent or guardian registering a child with EMFYA is a General Member.
 - b. Application by any volunteer without a registered child must be submitted to the Secretary, in writing, prior to the twelve (12) month probationary period.
 - c. Volunteers will be accepted as a General Member of EMFYA by a vote of the Board of Directors following the probationary period.
- C. Tenure of General Membership
 - a. Membership is for a period of one (1) year from the date of registration application or approval, in the case of a volunteer without a registered child.
- D. Removal of a General Member
 - a. The Board of Directors is to be notified in writing of any complaint, concern or allegation regarding the actions of the General Member that may be considered detrimental to the association.

- b. The General Member in question will be given written notification as to the Board of Director's course of action in investigation of the complaint, concern or allegation.
- c. The General Member may provide the Board of Directors any information that will assist in fair interpretations of the complaint, concern or allegation including witnesses, written correspondence or verbal presentation at the next regularly scheduled Board Meeting.
- d. The General Member may be removed from the association, granted limited involvement in association activities or retain General Membership by vote of the Board of Directors pursuant to the Rules, Procedures and Codes of Conduct of EMFYA, FYD and Pop Warner.
- e. Removal of a General Member shall result in a forfeiture of registration fees.

ARTICLE IV
Board of Directors

A. Powers

- a. The EMFYA shall be governed by and comply with the principles, rules and regulations enunciated and decreed by Pop Warner Little Scholars, Inc. (herein after "Pop Warner") and the Foundation for Youth Development, Inc. (herein after "FYD") henceforth referred to as the Highest Local Authority (herein after "HLA"). The HLA is the final authority on all football and cheerleading matters.
- b. The EMFYA shall have the power to make and enforce rules and regulations to govern itself on a local level, which are consistent with, and not contrary to, any rules and regulations declared by the HLA, to which the association is subject.
- c. Except as may otherwise be provided in these by-laws, the articles of incorporation, state or federal law, all corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed by the Board of Directors.
- d. Any Director who is present at a meeting of the Board of Directors or Executive Committee, where corporate action is taking place, shall be deemed to have consented to the action taken unless the Director votes against or abstains from the action, or objects in writing.
- e. The day-to-day business of the association is delegated to the Executive Committee, which is responsible to the Board of Directors, and shall include the Executive Board and At-Large Board and must always include the President or their duly authorized designee in writing. The Executive Committee is empowered to handle emergency or unusual situations that are beyond the powers and duties of any single officer in the absence of the full Board.
- f. All members of the Board of Directors shall have open and equal access to the information and accounts under the purview of all other members of the Board of Directors in order to ensure accountability and transparency within the Board of Directors.

B. Quorum

- a. Board of Directors: A majority of the current Board of Directors shall constitute a quorum for all meetings of the Board. All actions taken shall be by a simple majority of the quorum, unless otherwise stated in these By-Laws.
- b. Executive Committee: A two-thirds (2/3) majority of the current Executive Committee shall constitute a quorum for all meetings of the Committee. All actions taken shall be by a two-thirds (2/3) majority of the quorum, unless otherwise stated in these By-Laws.

C. Qualifications

- a. Directors shall be at least eighteen (18) years of age and of good moral character.
- b. Eligibility for nomination to the Executive Committee (with the exception of the Advisory Board) is limited to current General Members of the association with the exception of the President and Vice President.
- c. Eligibility for nomination to the position of President or Vice President is limited to General Members who have held a position on the Executive Committee (excluding the Advisory Board) for a minimum of one (1) year prior to nomination.
- d. No members of the Executive Committee may be related. Pursuant to the Internal Revenue Service, "related" relationships include:
 - i. Blood Relations: family members extending to mother, father, brother, sister, son, daughter, and grandmother or grandfather;
 - ii. Marriage Relations: spouse, son or daughter-in-law, and mother or father-in-law;
 - iii. Business Relations: two or more business partners serving on the board, while collectively owning 35% or more of a for-profit company. 26 U.S. Code § 267(c)(4).

D. Classification of Directors

- a. Executive Board
 - i. All members of the Executive Board are considered members of the Executive Committee.
 - ii. Members of the Executive Board:
 1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. Football Commissioner (Appointed Position)
 6. Cheerleading Coordinator (Appointed Position)
- b. At-Large Board
 - i. Comprised of five (5) elected members.
 - ii. All At-Large members are considered members of the Executive Committee.
- c. Appointed Board
 - i. Comprised of at least twelve (12), but no more than eighteen (18) members.
 - ii. Refer to Article IV, Section 4 for a list of positions.
- d. Advisory Board
 - i. Comprised of past presidents and/or any other individual who has made a significant contribution to the founding and/or success of the association.
 - ii. Number of members is discretionary and subject to the vote of the Executive Committee.
 - iii. This board is not required to be populated.

E. Nomination, Election and Appointment

- a. Nomination
 - i. The Secretary shall make available to General Members a list of Board vacancies by November 1st of each year. Included with the vacancies shall be a posting of the job description of each post.
 - ii. The Executive Committee shall notify the General Membership of the nominations via email.

- iii. Included in the agenda of the December meeting, occurring each calendar year, will be the preparation, nomination and election of the following officers:
 - 1. In odd-numbered years, President, Secretary and two (2) At-Large Board Members.
 - 2. In even-numbered years, Vice President, Treasurer and three (3) At-Large Board Members.
 - 3. Any positions that are vacant due to removal from the Executive Committee shall be held along with the previously detailed vacancies, as necessary.

b. Election

- i. Only current members of the Board of Directors are eligible to vote in the election of Executive Officers. Each director will have one vote and must be present to vote.
- ii. A quorum of the Board of Directors is required to sustain the election of an officer.

c. Appointment

- i. Included in the agenda of the January meeting, occurring each calendar year, will be the preparation, nomination and appointment of the slate of officers identified in Article IV, Section F(4). This slate of appointments shall be appointed and ratified at the same meeting.
- ii. A quorum of the Board of Directors is required to ratify the appointment of an officer.

F. Tenure

- a. A director shall hold office for the duration of the designated tenure and until the director's successor has been elected and qualified, or until the director's earlier resignation or removal from office.
- b. The following directors will serve a conditional two (2) year term:
 - i. President
 - ii. Vice President
 - iii. Treasurer
 - iv. Secretary
 - v. Five (5) At-Large Board Members
- c. The following appointed officers will serve a one (1) year term:
 - i. Football Commissioner
 - ii. Cheerleading Coordinator
 - iii. Registration Director
 - iv. Fundraising Director
 - v. Equipment Manager
 - vi. Concession Director
 - vii. Volunteer Coordinator
 - viii. Certification Director
 - ix. Scholastics Director
 - x. Team Parent Coordinator
 - xi. Special Events Coordinator
- d. Conditional Term

- i. Members of the Executive Committee are elected to a two (2) year conditional term, subject to a vote of retention at the end of their first year based upon the director's fulfillment of the requirements of their position.
- ii. A vote of retention shall take place at the regularly scheduled December meeting.
- iii. The removal of a director requires a two-thirds (2/3) vote of a majority of a quorum of the Executive Committee.

G. Removal

- a. The Executive Committee reserves the right to request the resignation of any member showing consistent disregard for the association through lack of participation, continued unexcused absences from board functions, and/or conduct unbecoming of director.
- b. The removal of a director requires a two-thirds (2/3) vote of a majority of a quorum of the Executive Committee.
- c. "Conduct unbecoming" is defined as any conduct which adversely affects the morale, operations, or efficiency of the organization or any conduct which has a tendency to adversely affect, lower, or destroy public respect and confidence in the organization, or any director or member. Conduct unbecoming also includes any conduct which brings the organization or any director or member into disrepute or brings discredit upon the department, or any director or member.
- d. Conduct unbecoming a director includes, but is not limited to: failure to perform prescribed duties for their position, negligent performance of duties or services completed under the guise of their position, fraud, criminal conduct of any kind, conduct that disparages or undermines the Goals and Objectives of EMFYA, FYD, Pop Warner, or the Board of Directors.

H. Vacancies

- a. If any elected officer, Director or appointee resigns or is removed from their position during their tenure, the Executive Committee shall appoint, nominate and/or elect a person to replace the resignee.
- b. A quorum of the Executive Committee is required to sustain the election of this individual.

I. Representatives to the HLA

- a. Two (2) members of the Executive Committee, to include the President and a member appointed by the President, shall attend and represent EMFYA at the regularly scheduled monthly meeting of FYD and Pop Warner.
- b. Representatives shall act on behalf of EMFYA and have the authority to vote on matters relative to EMFYA.
- c. If either representative is unable to attend a monthly board meeting, the President may designate another member of the Executive Board to represent the association on their behalf. This designee will be authorized to act in the same capacity on matters relative to the EMFYA.

ARTICLE V

Meetings

A. Frequency

- a. Regularly scheduled meetings of the Board of Directors shall be held each month and are open to any General Member in good standing.

- b. Only the President may change the date and/or time of a regularly scheduled meeting. Any change will be communicated to the Board of Directors no later than forty-eight (48) hours in advance of the new meeting time.
 - c. Said communication shall be via email and/or group communication applications.
 - d. When Special Meetings of the Executive Committee are necessary to handle matters related to the association, the President shall notify the Executive Committee no later than seventy-two (72) hours prior to the date and time of said meeting.
- B. Location
- a. Regularly scheduled meetings and Special Meetings shall occur at the EMFYA field house unless otherwise indicated by the President.
 - b. Only the President may change the location of the regularly scheduled meetings and Special Meetings. Any change will be communicated to the Board of Directors no later than forty-eight (48) hours in advance of the meeting time.
 - c. Video conferencing shall be available for all meetings and arranged by the Secretary.
- C. Order of Business
- a. Regular Meetings
 - i. Business to be discussed shall be set forth in an agenda prepared by the Executive Committee and made available to General Members prior to the commencement of the meeting.
 - ii. The President will notify any Directors included on the agenda of their involvement no later than twenty-four (24) hours prior to the meeting.
 - iii. Any Director wishing to be included on the agenda must inform the Secretary of their intention no sooner than seventy-two (72) hours in advance of the Regular Meeting. Said notice shall be in writing. Exceptions to this deadline can be made at the discretion of the President.
 - b. Special Meetings
 - i. Business to be discussed shall be set forth in the notice of/request for a Special Meeting.
 - ii. Debate and/or discussion within all Special Meetings is confidential to the Executive Committee and shall not be disseminated to any other members of the Board of Directors or any General Members.
- D. Voting
- a. All Directors present at a meeting have the right to vote and make motions utilizing the format designated by the President or meeting chairperson.
 - b. In order to maintain voting privileges, a Director must be in attendance at two (2) of the last three (3) meetings of the Board of Directors, unless excused by the President.
 - c. If a Quorum is present when a vote is taken, the affirmative vote shall be the act of the entire Board of Directors.
 - d. General Members of the association have no voting rights on the affairs of the corporation but may address the Board of Directors upon terms prescribed in the Regular Meeting order of business.

ARTICLE VI

Officers

- A. Executive Board
 - a. President

- i. Shall preside over and chair all EMFYA Regular Meetings and Special Meetings.
 - ii. Shall appointment committee assignments with Executive Committee approval.
 - iii. Shall be responsible for reporting all EMFYA matters to the Board of Directors.
 - iv. Shall sign all contracts in the name of the association as directed by the Board of Directors.
 - v. Shall assign additional duties to the “At-Large” Board as necessary.
 - vi. Shall be able to sign all checks with the Vice President, Treasurer and Secretary.
 - vii. Term of this position is a conditional two (2) year term.
- b. Vice President
- i. Shall, in the absence or incapacitation of the President, assume all duties and responsibilities of the office of the President.
 - ii. Shall be a member of the Executive Board.
 - iii. Shall be able to sign checks with the President, Secretary or Treasurer.
 - iv. Term of this position is a conditional two (2) year term.
- c. Treasurer
- i. Shall be responsible for the maintenance of all financial records of the association, including an annual financial report,
 - ii. Shall prepare a monthly budget and financial report to the Board of Directors at each regularly scheduled meeting.
 - iii. Shall be responsible for all financial transactions.
 - iv. Term of this position is a conditional two (2) year term.
- d. Secretary
- i. Shall be responsible for the creation and maintenance of the official records of the association.
 - ii. Shall maintain the minutes of all Regular Meetings and Special Meetings, as well as any committee meetings.
 - iii. Shall authenticate all association documents.
 - iv. Shall be responsible for the tallying and reading of all ballot voting results.
 - v. Shall be responsible for the collection and distribution of all EMFYA correspondence, including but not limited to email and group communication applications.
 - vi. Shall maintain an accurate listing on contact information, to include phone numbers, email addresses and home addresses, for the Board of Directors.
 - vii. Shall answer all correspondence with direction from the Board of Directors.
 - viii. Term of this position is a conditional two (2) year term.
- e. Football Commissioner
- i. Shall be responsible for the enforcement of all practice and playing rules as specified by Pop Warner, HLA and EMYFA rules and regulations.
 - ii. Shall have authority and responsibility for settling all issues and disputes of the EMYFA teams.
 - iii. Shall be the keeper of all official team rosters and records.
 - iv. Shall report to the Board of Directors on all team activities and coaching matters.
 - v. Shall have the responsibility to cancel practices or “call for cover” under threatening or adverse weather conditions.
 - vi. Shall be responsible for enforcement of the Coaches Code of Conduct as specified in the Pop Warner, HLA and EMYFA rules and regulations.

- vii. Shall be responsible for the enforcement of the Coaches requirements/certifications as specified by Pop Warner, HLA and EMYFA.
 - viii. Shall be responsible for enforcement of the EMYFA Player Policy as specified by Pop Warner, HLA and EMYFA.
 - ix. Shall enforce the Adult Behavior Policy, including ordering the removal of problem individuals with assistance from, at minimum, one additional director.
 - x. Shall be the official weigh master during weigh-ins and shall adhere to all Pop Warner and HLA rules and regulations governing official rosters.
 - xi. Shall report to the Board of Directors, any violations of Pop Warner, HLA, or EMYFA rules.
 - xii. Shall present all scholarship applicants to the Board of Directors for approval.
 - xiii. Shall present to the Finance Committee the need for football equipment and uniforms, in cooperation with the Equipment Manager.
 - xiv. Shall be responsible for coordinating activity to place all players on team rosters.
 - xv. Term of this position is one (1) year.
- f. Cheerleading Coordinator
- i. Shall be responsible for the enforcement of all Spirit practice and playing rules as specified by Pop Warner, HLA and EMYFA rules and regulations.
 - ii. Shall have authority and responsibility for settling all issues and disputes of spirit squads in EMYFA.
 - iii. Shall be the keeper of all official spirit squad rosters and records.
 - iv. Shall report to the Board of Directors on all spirit squad and coaching matters.
 - v. Shall have the responsibility to cancel practices or “call for cover” under threatening or adverse weather conditions, in the absence of the Football Commissioner.
 - vi. Shall be responsible for enforcement of the Coaches Code of Conduct as specified in the Pop Warner, HLA and EMYFA.
 - vii. Shall be responsible for the enforcement of the Coaches requirements/certifications as specified by Pop Warner, HLA and EMYFA.
 - viii. Shall be responsible for enforcement of the EMYFA Player Policy as specified by Pop Warner, HLA and EMYFA.
 - ix. Shall be familiar with and enforce the Adult Behavior Policy.
 - x. Shall report to the Board of Directors any violations of Pop Warner, HLA or EMYFA rules.
 - xi. Shall be responsible for Spirit Roster check-ins.
 - xii. Shall present all applicants for scholarship to the Board of Directors for approval.
 - xiii. Shall present to the Finance Committee the needs regarding spirit equipment and uniforms, in conjunction with the Equipment Manager.
 - xiv. Term of this position is one (1) year.
- B. At-Large Board
- a. Shall be responsible for volunteering a minimum of six (6) hours at, at least, 50% of EMYFA home games.
 - b. Shall be responsible for participation in, at minimum, one standing committee each year of their term.
 - c. Term of this position is a conditional two (2) year term.
 - d. Shall accept additional duties as assigned by the President or Executive Committee.
- C. Appointed Board

- a. Registration Director/Registrar
 - i. Shall be responsible for all football and cheerleading registration.
 - ii. Shall be responsible for the collection of all registration fees.
 - iii. Shall be responsible for entering registration data in the software program dictated by Pop Warner.
 - iv. Shall attend all scheduled Compliance FYD Meetings and Book Checks.
 - v. Shall be responsible for all scholarship registration.
 - vi. Shall be responsible for all scholarship reporting to the Board of Directors.
 - vii. Shall be responsible for developing and distributing all registration materials.
 - viii. Term of this position is one (1) year.
- b. Fundraising Director
 - i. Shall be responsible for all fundraising activities for EMFYA.
 - ii. Shall be responsible for solicitation of donations from local businesses.
 - iii. Shall be responsible for application of grants, scholarships and sponsorships.
 - iv. Shall report to the Board of Directors the outcome of all fundraising activities.
 - v. Term of this position is one (1) year.
- c. Marketing Director
 - i. Shall be responsible the social media and internet presence of EMFYA to include social media posts to the EMFYA account, maintenance of EMFYA website content and other public relation activities and relationships as available.
 - ii. Shall be responsible for the sale of advertising and marketing to local businesses.
 - iii. Shall work in conjunction with the Fundraising Director and Special Events Director as necessary and appropriate.
- d. Equipment Manager
 - i. Shall be responsible for creating and maintaining an inventory for all athletic equipment owned by the association.
 - ii. Shall be responsible for maintaining and restoring all athletic equipment to proper and safe working condition.
 - iii. Shall be responsible for the assignation and distribution of all athletic equipment owned by the association.
 - iv. Term of this position is one (1) year.
- e. Facilities Manager
 - i. Shall be responsible for maintaining the field house.
 - ii. Shall coordinate any necessary repairs or improvements for said facilities.
 - iii. Term of this position is one (1) year.
- f. Concession Director
 - i. Shall be responsible for ordering and securing all food products, ice and beverages for EMFYA concessions.
 - ii. Shall schedule and coordinate shifts for all concession volunteers.
 - iii. Shall turn in all money and receipts to the Treasurer after each operation of the EMFYA concession facilities.
 - iv. Shall present to the Finance Committee the budgetary needs of the concession facilities.
 - v. Term of this position is one (1) year.
- g. Volunteer Coordinator
 - i. Shall create and maintain a master log of all volunteer hours.
 - ii. Shall be responsible for the scheduling and distribution of volunteer hours.

- iii. Shall be responsible for volunteer check-in and check-out.
 - iv. Term of this position is one (1) year.
 - h. Certification Director
 - i. Shall be responsible for maintaining correct and complete information within the roster books for each team.
 - ii. Shall be responsible for ensuring document compliance for all athletes, coaches and team staff.
 - iii. Shall attend all scheduled Compliance FYD Meetings and Book Checks.
 - iv. Term of this position is one (1) year.
 - i. Scholastic Director
 - i. Shall oversee the operations of all educational programs in accordance with Pop Warner, FYD and EMFYA.
 - ii. Term of this position is one (1) year.
 - j. Team Parent Coordinator
 - i. Shall be responsible for securing, training and supervising Team Parents for each team.
 - ii. Shall develop a Team Parent procedures and duties list and present it to the Board of Directors for approval.
 - iii. Shall distribute approved Team Parent procedures and duties to all Team Parents.
 - iv. Term of this position is one (1) year.
 - k. Special Events Coordinator
 - i. Shall be responsible for planning special events for EMFYA, including, but not limited to; Homecoming, Parent's Night Out, End of the Year Picnic and the Coaches'/Board Party.
 - ii. Shall work in conjunction with the Fundraising Director and Volunteer Coordinator for fund raising and staffing of special events.
 - iii. Shall turn in all money and receipts to the Treasurer at the conclusion of all special events.
 - iv. Term of this position is one (1) year.
 - l. Merchandising Director
 - i. Shall be responsible for acquiring, pricing and selling all EMFYA merchandise.
 - ii. Shall present to the Finance Committee the budgetary needs of the merchandise store.
 - iii. Shall turn in all money and receipts to the Treasurer after each operation of the merchandise store.
 - iv. Term of this position is one (1) year.
- D. Advisory Board
 - a. Past President
 - i. Term is to be determined by the current President and approved by a vote of the Board of Directors.
 - ii. Shall be a consultant to the current President and Board of Directors.
 - iii. Shall have no voting privileges.
 - b. Others
 - i. Term is to be determined by the current President and approved by a vote of the Board of Directors.
 - ii. Shall be a consultant to the current President and Board of Directors.
 - iii. Shall have no voting privileges.

ARTICLE VII

Committees

- A. Standing Committees shall be formed as necessary to the fulfillment of the objective and purpose of the association. The chairperson and participants on these committees will be appointed by the President. The chairperson shall be approved by the Board of Directors through a vote as previously described.
- B. Chairpersons will be responsible for maintaining pertinent information and documentation related to the accomplishments of the committee that can be used as a permanent record of the committee's actions for future reference. The chairperson shall report to the Board of Directors as to their committee's progress when called upon.
- C. Permanent Standing Committees
 - a. By-Laws
 - b. Rules and Regulations
 - c. Field and Facility Acquisitions
 - d. Auditing and Budgeting
 - e. Finance Committee
 - i. The purpose of the Finance Committee is to maintain current knowledge of the needs and resources of EMFYA to support the continued operation of the corporation. This committee will make recommendations to the Board of Directors as to the necessary allocation of funds, as well as a suggested operating budget.
 - ii. Membership of this committee shall include:
 - 1. President
 - 2. Vice President
 - 3. Treasurer
 - 4. Registration Director
 - 5. Equipment Manager
 - 6. Cheerleading Coordinator
 - 7. Fund Raising Director
 - 8. Football Commissioner

ARTICLE VIII

Parliamentary Authority

Except as otherwise provided herein, common practice of parliamentary procedure, as described in Robert's Rules of Order – Newly Revised, shall prevail.

ARTICLE IX

Indemnification and Insurance

The Corporation shall have the power to indemnify any director, officer, employee or agent of the corporation as allowed by law.

ARTICLE X

Amendments to By-Laws

With a 2/3 vote a majority of a quorum, the Executive Committee shall have the power to alter, and or amend, any part or all of these Bylaws. Amendments to By-Laws may only be proposed by a current member of the Executive Committee.

ARTICLE XI

Books and Records of the Association

The Corporation shall keep true and correct records of all of its actions, including Minutes of all Board Meetings, including Board Committee Meetings and other actions taken by, or on behalf, of the Corporation. The Corporation shall keep correct and complete books and records of account.