

**BYLAWS OF
SAXONBURG SPARTANS**

ARTICLE I.

NAME AND OFFICERS

The Mission of Saxonburg Spartans is to imprint on young minds in our community the proper technique and rules of the game of Football in a fun and family-oriented atmosphere. Our organization has a rich tradition of promoting character traits that provide our players with the tools they need to succeed in football as well as in life. These principles include Hard Work, Integrity, Teamwork, Sportsmanship, Responsibility and Discipline.

Section 1. Name. The name of The Organization, a non-profit corporation organized under the Pennsylvania Nonprofit Corporation laws of 1988, is “Saxonburg Spartans”.

Section 2. Offices. The principal office of The Organization in the Commonwealth of Pennsylvania will be located in Saxonburg, Pennsylvania, County of Butler.

Section 3. Other Places of Business. Branch offices or places of business may be established at any time by the Board of Directors at any place or places where The Organization is qualified to do business.

ARTICLE II.

PURPOSE AND POWERS

Section 1. Purpose. The Organization is incorporated under the Pennsylvania Nonprofit Corporation Law of 1988 for the purpose of teaching youth football, the proper technique, and rules of the game.

Section 2. Earnings. No part of the net earnings of The Organization shall inure to benefit of, or be distributable to its Members, Trustees, Directors, Officers, or other private persons. The Organization shall, however, be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

Section 3. Activities. No substantial part of the activities of The Organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and The Organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office, including the publishing or distribution of statements with respect to any candidate for public office. Notwithstanding any other provision of these Bylaws, The Organization shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal

Income Tax under section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

Section 4. General Powers. The management of The Organization shall be vested in a Board of Directors as provided by law. The Board of Directors shall have charge, control, management of the property, affairs, and funds of The Organization, and also shall have the power and authority to exercise all corporate powers of The Organization consistent with these Bylaws, the Laws of the Commonwealth of Pennsylvania, or the Articles of Incorporation.

ARTICLE III.

MEMBERS

Section 1. Membership. The Organization shall have no Members. All powers, obligations and rights of Membership provided by law shall reside in the Board of Directors.

Section 2. Contributions. Any individual, corporation, foundations, and/or association who wished to make contributions, gifts, or in any other way participate in the activities and programs or support the purposes of The Organization shall be granted such corporate privileges as the Board of Directors may, from time to time, determine.

ARTICLE IV.

BOARD

Section 1. Definition. The Board is that group of persons vested with the oversight of the business and affairs of The Organization.

Section 2. Number of Board Members. The Board shall have no fewer than three (3) and no more than nine (9) Directors. Members shall be appointed in a manner prescribed in these Bylaws.

Section 3. Selection of Officers. By the September board meeting the organization needs to identify the open vacancies for the upcoming year. Nominations shall be made by any registered parent of a current player in the Saxonburg Spartans by the October board meeting with a vote taking place by all registered parents of the Saxonburg Spartans that attend the yearly banquet. This will ensure to have as many parents of the Saxonburg Spartans in one place at the end of the season that will cast a ballot for board members of their choice that are listed on the ballot. This board represents the players and parents of this organization and should be elected by them to conduct yearly business by popular vote. In the event of a vacancy such as a board member stepping down or cannot continue for their term, the current board members shall nominate and vote on a replacement for the remainder of the term until another election is held at the end of the year. The board shall not have couples or immediate family members serving at the same time. Terms coincide with The Organization's fiscal year, March 1-February 28.

Section 4. Term. The President shall serve for a 2 year term, along with other officers shall serve no more than two (3), two (2)year terms. Each appointment shall be for a full two-year (2) term, and for the balance of an un-expired term, ending the last day in February if filling an existing Board seat. President and Treasurer shall start their terms on odd years. Vice President and Secretary shall start their terms on even years. Board members shall serve no more than three (3), one (1) year terms. Each appointment shall be for a full One Year (1) term, and for the balance of an un-expired term, ending the last day of February if filling an existing Board seat.

Section 5. Vacancy. Vacancies may occur in the positions of Directors. Board Officers may declare vacant a position of an officer if said officer: 1) has been convicted of a felony; 2) if within thirty (30) days after notice of her/his selection, does not attend a meeting of the Board or notify the Board of her/his acceptance. 3)Are not fulfilling the duties the board officer/member is supposed to perform per our by-laws. Each person so appointed to fill a vacancy shall serve for the balance of the un-expired term of the person they are replacing.

Section 6. Resignation. Any Director may resign at any time from her/his position as an Officer of the Board upon written notice to The Organization. The resignation shall be effective upon receipt thereof by The Organization or at such subsequent time as may be specified in the written notice of resignation.

Section 7. Removal. Members of the Board may be removed with cause as determined by the Organization's code of conduct. The Board, by a majority vote, may remove an Officer from office. Following such removal, the vacancy in the Board shall be filled in accordance with Section 5 above entitled 'Vacancy'.

Section 8. Attendance. The official attendance record of each Officer shall be reflected in the approved minutes of each Board meeting. The failure of an Officer to attend three (3) consecutive meetings or one half of the regularly scheduled meetings in any fiscal year will require review by the Board for ongoing Membership. The Organization may remove any Officer that has missed three (3) or half of the regularly scheduled meetings in a fiscal year from the Board.

Section 9. Quorum. At all meetings of the Board, one half plus one Officer shall be necessary to constitute a quorum for the transaction of business. All acts of a majority of officers present at a meeting where a quorum is present shall be considered acts of the Board.

Section 10. Expenses. Any Director or Officer of The Organization is authorized to receive reimbursement from The Organization for actual expenses incurred when authorized by the Board of Directors.

Section 11. Board Structure. Active Coaches shall not exceed ½ of total Officer/Board positions.

ARTICLE V.

OFFICERS

Section 1. Executive Board. Officers of The Organization shall consist of the following: President, Vice President, Secretary, Treasurer, and such other Officers as the needs of The Organization may require. An Officer must be a natural person at least eighteen (18) years of age. These Officers shall be elected annually based on the term limits, nomination and voting schedule defined in Article IV. In the case of any vacancy occurring in any of the said offices, a successor may be elected at any regular meeting of the Board to complete the un-expired term of the vacant office.

Section 2. President. The President shall preside over all meetings of the Board of Directors, appoint all committee chairs and members, and oversee the working of the Board of Directors. The President will perform all duties incident to the office of President and other duties as may be prescribed by the Board of Directors from time to time and shall be an ex-officio Member of all committees and subcommittees of The Organization, except the Executive Committee on which the President shall act as Chairperson. The President has voting rights with an additional vote in the event her/his vote will break a tie.

Section 3. Vice President. The Vice President shall perform such duties as the Board and President shall assign and shall be authorized to carry out the duties of the President in her/his absence.

Section 4. Secretary. The Secretary shall have all minutes approved and will sign minutes of all meetings of the Board of Directors. The designated Board Administrative Support shall keep minutes of all meetings and distribute ten (10) days after the meeting.

Section 5. Treasurer. The Treasurer shall oversee expenditures, be responsible for the review of finances, which includes the review of audit reports, and supervise the fiscal and monetary affairs of The Organization. They shall have custody of the funds and securities of The Organization and shall keep or cause to be kept, regular books of account for The Organization. The Treasurer will deposit or cause to be deposited all monies and other valuable effects in the name of, or to the credit of The Organization. They shall also disburse funds of The Organization, as may be ordered by the Board, making proper vouchers for such disbursements and shall render an account of all her/his transactions as Treasurer and of the financial condition of The Organization whenever called to do so.

Section 6. Election of Officers. Election of Officers shall be held at the Board Annual Meeting which occurs every year in November. New officers will assume their position on February 1st. This is a vote open to all members who have paid to have their child participate during the fiscal year. Each family shall have 1 vote and will take place at the annual banquet.

Section 7. Removal. Any Officer may be removed by a vote of two-thirds of the Board whenever in its judgment the best interests of The Organization will be served thereby, but such removal shall be without prejudice to the rights of the persons thereby.

ARTICLE VI.

COMMITTEES

Section 1. Committees. The Board may establish one or more committees to consist of one or more members of the Board as well as community volunteers. Any committee, to the extent provided in its creation by the Board, shall have and may exercise all of the powers and authority of the Board, except that a committee, including the Executive Committee, shall not have any power or authority as to the following:

1. The creation or filling vacancies of the Board;
2. The adoption, amendment or repeal of the Bylaws;
3. The amendment or repeal of any resolution of the Board that by its terms is amendable or repealable only by the Board; or
4. Action on matters committed by the Bylaws or resolution of the Board exclusively to another committee of the Board.

ARTICLE VII.

MEETINGS

Section 1. Board of Directors Meetings. The Board shall meet on the second Tuesday of every month, and additionally as necessary. The meetings will be held at a time and place to be determined by the Board. Special meetings may be called by the President or any three (3) members of the Board. Notice of meetings shall be made to all Board members via phone, text, e-mail, or US mail at least five (5) business days in advance of the meeting. All meetings will be open to the public. There can be a closed executive session at each meeting as deemed necessary by the board that will be a closed session either before or after the meeting.

Section 2. Special Meetings. Special meetings of the Board may be called by or at the request of the President whenever they shall deem such a meeting necessary. Special meetings of the Board shall also be called by the President upon request for such meeting by three (3) Officers of the Board. The person or persons authorized to call special meetings of the Board may fix the location for holding that meeting.

Section 4. Waiver of Notice. Attendance of an Officer at any meeting of the Board will constitute a waiver of notice of that meeting except when the officer attends a meeting for the purpose of objecting to the meeting not being lawfully called or convened.

Section 5. Participation at Meetings. An officer may participate in a meeting in person, or by means of a telephone or video conference, or similar communication equipment, as the officers

may from time to time authorize, such that all persons participating in a meeting can hear each other. Participation by such means shall constitute presence in person at a meeting.

ARTICLE VIII.

AMENDMENT OF ARTICLES OF INCORPORATION OR BYLAWS

The Articles of Incorporation of The Organization or these Bylaws may be amended with the affirmative approval of not less than two-thirds of the Directors.

In case of amendment of the Articles of Incorporation, written notice of the meeting, its purpose, and a copy of the proposed amendment must be given to each Director at least ten (10) days before the meeting is held, and in the case of amendment of the Bylaws, like notice and an copy of such proposed amendment has been given to each Director at least five (5) days before the meeting is to be held.

ARTICLE IX.

OPERATIONS

Section 1. Fiscal Year.

A. The fiscal year of The Organization shall begin on March 1 and end on February 28.

Section 2. Signatory Powers. All contracts and agreements authorized by the Board of Directors of The Organization and all authorized checks, and orders for the payment of money shall, unless otherwise directed by the Board of Directors or required by law, follow the current Agency's fiscal standard operating procedures. The standard operating procedure requires a minimum of two signatures, with authorized signers being the President, Vice President and Treasurer.

Section 3. Books and Records. The Organization will keep correct and complete books and records of account, and will keep minutes of its meetings. The Organization will keep the original or a copy of its Bylaws, including amendments to date, verified by the Secretary of The Organization and an original or a duplicate Board register, giving the names of the Officers, and showing their respective addresses.

Section 4. Inspection of Books and Records. All books and records of The Organization may be inspected by any Officer for any proper reason at any reasonable time.

ARTICLE X.

CONFLICT OF INTEREST

Section 1. Conflict of Interest. Any person serving on the Board, who, in the discharge of his or her duties as an officer would be required to vote on a matter that would result in a conflict of

interest shall abstain from voting and, prior to the vote being taken, publicly announce and disclose the nature of his or her interest as a public record.

ARTICLE XI.

INDEMNIFICATION

Section 1. Indemnification of Officers. The Organization shall indemnify any Officer who was or is a party or is threatened to be a part to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was an Officer of The Organization against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by her/him in connection with such action, suit, or proceeding, to the extent and under the circumstance permitted by the applicable Corporation Law of the Commonwealth of Pennsylvania.

Such indemnification (unless ordered by a court) shall be made as authorized in a specific case upon a determination that indemnification of the Officer is proper in the circumstances because he/she met the applicable standards of conduct set forth in the applicable Corporation Law of the Commonwealth of Pennsylvania.

Such determination shall be made: (1) by the Board by a majority vote of a quorum consisting of Officers who were not, and are not, parties to or threatened with any such action, suit or proceeding; or (2) if such a quorum is not obtainable, or is a majority vote of a quorum of disinterested Officers so directs, in a written opinion by independent legal counsel meeting the requirements or independence required by the applicable Corporation Law of Pennsylvania; or (3) by the Court of Common Pleas or the court in which such action, suit or proceeding was brought.

Section 2. Other Rights. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the Articles of Incorporation, these Bylaws, any agreement, vote of disinterested Officers or otherwise, and shall continue as to a person who has ceased to be an Officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 3. Insurance. The Organization will purchase and maintain insurance on behalf of any person who is or was an Officer of The Organization, or is or was serving at the request of The Organization against any liability asserted against her/him and incurred by her/him in any such capacity, or arising out of her/his status as such, whether or not The Organization would have the power to indemnify her/him against any such liability.

ARTICLE XII.

ROBERT'S RULES

In matters of procedure not specifically delineated in these Bylaws, Robert's Rules of Order will be followed. This requires $\frac{2}{3}$ to get a quorum and majority voting.

ARTICLE XIII.

DISSOLUTION

This Corporation may be dissolved by the affirmative vote of two-thirds of the entire Membership of The Organization at any regular or special meeting, provided that written notice of such meeting and the purpose has been given to each of the Directors at least ten (10) days prior to the date such meeting is held. The Directors may cast their votes in person or by written ballot received by the Secretary prior to the time of such regular or special meeting.

Upon the dissolution of The Organization, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of The Organization, dispose of all of the assets of The Organization exclusively for the purposes of The Organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, education, or scientific purposes as at the time shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any remaining assets to be disposed of may be disposed of by the Court of Common Pleas of the County of Butler exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV.

CODE OF CONDUCT

A. Expectations of Board Members, Coaches, Players and Spectators:

All participants in league events, including but not limited to parents, players, spectators, coaches and board members, agree to adopt a **24 hour policy** with regards to addressing issues, concerns and/or complaints. Any participant must wait **24 hours** after an incident occurs before addressing those concerns to any other participant. No discussions should take place until **24 hours** after the incident. For the purposes of this paragraph, an

incident is defined as any on or off field event, disagreement, conflict, complaint, confrontation, or similar occurrence that occurs between any participants during league sanctioned events. All participants agree to address any incident in a calm, respectful, and sportsman like manner so as to maintain a positive atmosphere for our youth participants.

Grievances should not be aired on social media or in any public forum. If there are grievances or concerns regarding coaches then the person with the concerns will be asked to attend a meeting with one board member and the coach in question. This will allow an unbiased party to facilitate the meeting and help to weed out unfounded grievances.

B. Violations of this policy by, Coaches and Members of the Board will be subject to disciplinary action in accordance with Section II of the code of conduct.

C. Violations of this policy by parents, spectators, players or other participants will first be addressed by written or verbal notice of violation. Subsequent violations may result in the suspension of the corresponding youth participant from league involvement.

D. Coaches are responsible for the conduct of their players, as well as the parents and other spectators who attend the game. A coach, player, or spectator can be removed from the playing field or spectator area by order of a referee, coach for violating any of the rules of conduct listed below.

Adults are expected to:

- Be open and understanding,
- Show patience
- Have the capacity and willingness to work with players, coaches and board members
- Be reasonable in their demands on the players/coaches and remember that the game is for them.
- Emphasize good sportsmanship at all times.
- Show good sportsmanship at all times.
- Not use abusive language or swear
- Not ridicule or harass referees or allow coaches, parents or players to do so.
- Not ridicule or harass any league official, coach, player or parent.
- Not throw or kick equipment or other items or abuse league property.
- To know the rules for his / her Age Group, including but not limited to playing time, safety and position play.
- Refrain from the use of any tobacco products on or around the field of play during games and practices
- Be respectful and considerate to all participants and attendees of games, practices and other league events
- Not engage in disruptive behavior of any type at games, practices and other league events
- All attendees must abide by township and school rules. All violators will be prosecuted.

Saxonburg Spartans will not tolerate any unsportsmanlike conduct within any of the teams. Board members, coaches, players and parents are expected to conduct themselves as positive role models within the community.

E. Disciplinary Action

Violations Requiring Disciplinary Action

Section I

Violation:

Any directing of remarks or actions to a board member, coach, assistant coach, player, spectator or referee that are of a negative, aggressive, or distracting nature.
Refusing to follow any league or game rules or removal of a team from the field of play before regulation play is done, unless it is done so for player safety.

Penalty: **First violation:** One-week suspension pending board review of incident.
 Second violation: One-week suspension with possible indefinite suspension pending board review.

Section II

Violation:

Any board member, coach, assistant coach, player, or spectator that is found:

- Arguing with a referee or league official in a manner that results in an official warning
- Throwing equipment or damaging the property in any way.
- Using tobacco, drug, or alcohol products at any time during games or practices
- Refusing to proceed through a traditional, orderly “handshake line” after each game, in the spirit of good sportsmanship. No coach or player shall avoid participation in this line or exhibit unsportsmanlike conduct in the line.

Penalty: **First violation:** Written or verbal warning
 Second violation: One-week suspension pending board review

Disciplinary Process

If a board member, coach, player or spectator is removed from a game or otherwise notified by a board member that they have violated the Code of Conduct or penalties as determined by league authorities, that person will be given an opportunity to state their perspective.

It is the responsibility of everyone involved in Saxonburg Spartans to report violations to this code of conduct to their Coach or another Board member. In the event that Saxonburg Spartans is notified of a violation of the above guidelines, the Board will conduct an investigation of the facts consisting of interviews with those involved. The Board shall review the statements and gather any other information from other parties that they deem necessary to determine if a further penalty should be assessed.

Following an investigation of the facts, a determination will be made by the Board and a notification of action will be submitted. The person accused of the violation will be notified

of the decision by the Board in writing. The Board, at its sole discretion, may take disciplinary action to any incident, reported or otherwise, if it feels it is warranted to continue to provide a safe and positive environment for the entire organization and its participants.

ARTICLE XIV. COACHES

- A. All applicants applying for a Head Coach's position shall be presented to the secretary or other officer no later than January 31st, to be voted on and board approved at the February meeting. All Coaches including assistants must be approved by the Board. If there are concerns brought up by the board for a coaching candidate that individual shall be invited to a meeting with the board to discuss these concerns prior to the vote. If the candidate refuses to meet then the vote shall take place during the next regularly scheduled meeting. The board shall also reach out to the previous year head coach to check on these concerns. The board shall also invite the previous and current head coach to the meeting when the coach in question will discuss the concerns in question. All coaches must submit applicable background checks. If the applicant has a criminal record they will NOT be considered if these crimes do not meet the qualifications for expungement or 10 years with no other record on a case by case basis. Applicants will NOT be considered if any record is found in the child abuse check.
- B. Coaches must attend the annual coach meeting held in March or April. Coaches will not be considered for the season after the first regular season game has been played. Unless there are extenuating circumstances deemed by the board.
- C. Head Coaches must be responsible for his/her coaches and players' actions while under his charge. After board approval the head coach has the final decision for their coaching staff.
- D. Coaches must have a general understanding of the rules of football.
- E. Coaches must be an instructor of all players and not in the position for the purpose of promoting his/her own child.
- F. Coaches must have good communication skills to be able to work with players and parents.
- G. Coaches must be willing to attend seminars or courses on managerial skills so he/she can teach players the necessary skills to be able to move on to the next level of competition and attend the annual coach's clinic held at a time and place as determined by the Organization.
- H. Coaches must be able to delegate to assistant coaches, and parents to share the team's responsibilities to make football a community and family sport.
- I. Any person not approved to be team Coach must be approved by the Board to be involved with the team in any fashion.
- J. Coaches must be willing to donate time to field repairs and league functions.
- K. Coaches must work with the Board to keep the league functioning properly.
- L. Coaches must be able to have fun with the players to keep their interest as well as teach them football. If players stop having fun, they stop playing football.
- M. Coaches must be considerate of the needs of both players and parents in the administration of his/her team responsibilities.
- N. Coaches must know the specific league rules for their age group, including but not limited to safety and position play.
- O. Playing time requirements for 8U up to 3 plays can be special teams (6 plays per game for 20 or less players, 5 plays per game for 21-25 players, 4 plays per game for 26-30 players, 3 plays per game for 31-35 players, 35 or more will be coaches' discretion)

P. Playing time requirements for 10U up to 3 plays can be special teams (5 plays per game for 20 or less players, 4 plays per game for 21-25 players, 3 plays per game for 26-30 players, 2 plays per game for 31-35 players, 35 or more will be coaches' discretion)

Q. Playing time requirements for 12U coaches' discretion.

R. Coaches must work with the board to adopt a 24-hour policy with concerns and complaints. Any person in the Organization must wait 24 hours after any on or off field incident between parents, players, or any member of the Organization (Coaches, asst. coaches, board members) that occurs during a league sanctioned event before addressing concerns to any coach, and/or board member. No discussions should take place until 24 hours after the incident occurs.

S. Assistant coaches must go through the Head Coach prior to making any changes with the team. If the Head Coach gives direction and the Assistant refuses to follow the direction the matter will be brought to the boards attention for consideration of next steps.

ARTICLE XV

Senior Players Eligibility

- A. Players who will age out of the program after the season will be considered seniors
- B. Players who have completed 2 previous seasons can declare at the beginning of the season to have their senior season
- C. A player can only be recognized and celebrate one senior season.

ADOPTED this 4/13/24 at the meeting of the Saxonburg Spartans Board, during which time a quorum was present.

ATEST:

Secretary

Printed Name

President

Printed Name