



## Manchester Sentinels Bylaws

### ARTICLE I. NAME and AFFILIATION

Section 1.1- Our organization will be known as '**Manchester Sentinels Pop Warner League**' (MSPWL) and will do business as 'Manchester Sentinels Youth Football and Cheer League'.

Section 1.2- MSPYL will act in accordance with all rules and regulations of '**Pop Warner Little Scholars, Inc.**'

Section 1.3- MSPYL will recognize '**Southern Connecticut Pop Warner Football Association, Inc.**' (SCPW) as highest league authority. As a member of SCPW, Manchester Sentinels Youth Football League will act in accordance with all rules and regulations of SCPW.

### ARTICLE II. CORPORATE PURPOSE and MISSION

Section 2.1- In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, Manchester Sentinels Pop Warner Youth League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive athletic activities. No part of the net earnings will be used to benefit any individual or persons.

#### Section 2.2- Our Mission

It is the mission of Manchester Sentinels Pop Warner League, Incorporated, to provide the youth of Manchester and surrounding areas with the opportunity to participate in a well- organized, well-supervised, well-structured and safe football and cheerleading environment; where academics, sportsmanship, team work and participation are the main fundamental values that will enhance the life-lasting experience of each participant.

To achieve this, MSPWL will provide a supervised program under the rules and regulations incorporated within these bylaws and referenced in any addendum.

All Board of Directors, Staff and League Members will operate with the understanding that while winning games and attaining exceptional athletic skill may be a benefit to come from our program, our prime objective is to contribute to our community by developing successful, productive and happy future citizens.

### ARTICLE III. MEMBERSHIP and ELIGIBILITY

Section 3.1- Members of the Manchester Sentinels Pop Warner League includes the Board of Directors, League Staff, Committees, and Organizational Members.

#### **Board of Directors**

**Executive Board:** (Voting Members) President, Vice President, Executive Administrator, Treasurer, Director of Football, Director of Cheer.

**General Board:** (Voting Members) Registrations Manager, Equipment Coordinator, Field Operations Manager, Concessions Manager, Fundraising Manager, Volunteer Planning Manager, Marketing and Events Coordinator, Scholastics Coordinator, Cheer Manager.

#### **League Staff and Committees**

**League Staff:** (Non-Voting Members) Head Coach, Assistant Coach, Team Manager, Assistant Team Manager.

**Committees:** Registrations Support Team, Concessions Team, Events Teams

#### **Organizational Members**

MSPWL Organization members are made up of the Parents and Guardians of our fully registered participants.

#### Section 3.2- Eligibility

Any member of the community with the best interest of the league and its participants in mind, can apply to become a member of the League Board of Directors, League Staff or Committees. All Board Members and League staff must have a volunteer application on file and must pass a background check.

Members of the Board of Directors are appointed by a majority vote of the Board of Directors.

Coaches are reviewed and appointed by the Director of Football and/or Cheer Director, or by the Board of Directors. Team Staff is determined by the Coach, the Director of Football or Cheer; or the Board of Directors. Committee members are determined by the Board.

### Sections 3.3- Committees

Board of Directors may appoint committees as they see fit to support the needs of the League. The purpose and requirements of the committee will be determined by the Board and outlined for the members of the committee to understand the purpose and the goals of the committee.

### Section 3.4- Resignation of membership

Any member may choose to resign by written notice to the league or the Board of Directors. A resignation does not warrant the refund of any fees paid to the league for a participant's registration. Additionally, should any Board Member or League staff member that may receive a discount toward registration (see section 6.3) choose to resign before the end of the season, the remaining registration balance will become due and payable within 72 hours. Any and all property belonging to the league must be returned within 72 hours. Resignations will be recognized immediately upon having received notice.

### Section 3.5- Termination of membership

Membership to MSPWL is a privilege and can be revoked at any time by the Board of Directors. If any non-voting individual's (parent, volunteer, staff etc.) actions are deemed to be detrimental to the welfare and safety of a youth participant or actions that publicly discredit or embarrass the MSPWL program, members could be declared not in good standing and may be removed from current membership and any future membership would go under further review by the Board of Directors before admission to the organization was reinstated. A termination does not warrant the refund of any fees paid to the league for a participant's registration, and any and all property belonging to the league must be returned within 72 hours.

Requirements for termination of a member of the Board of Directors is handled separately as outlined in section 5.

## ARTICLE IV. MEETINGS OF MEMBERS

### Section 4.1- Regular Meetings

Regular Meetings of the Board of Directors will be held monthly. The League President will establish the monthly regular meeting schedule, generally at the beginning of the year, to include time and location. Each member of the Board of Directors is expected to attend all regular meetings. In the event a Board member cannot attend, they will give advance notice to the Board.

Should any non-voting member of the League want to present an item to the Board in a regular meeting, they can provide at least one week's advanced written notice to the Board. When one of these written requests to address the board have been received; 20 minutes time will be allotted at the beginning of the next Regular Board meeting to allow the Board to hear these items to be considered. Any decisions that need to be made regarding these items, will be made as soon as reasonably possible and notice of those results will be provided to the person or persons who addressed the Board.

#### Section 4.2- Annual Meetings

There will be 1 meeting per year (generally in December or January), that will be established as the annual meeting intended to elect new officials, review league policy and set any revised expectations for the coming year. The annual meeting, it's time and location; will be announced to all members of the league at least 2 weeks in advance to allow an opportunity for others to apply for positions.

#### Section 4.3- Special meetings

Special meetings may be called by the League President, the Executive Board or a simple majority of the Board of Directors.

Notice of the date, time and location must be provided with at least 48 hours' notice, and a quorum must be present to proceed with voting on any motions.

#### Section 4.4- Quorum

A quorum will consist of 50% plus 1 of the Board Members present at a meeting. No motions or votes can be recognized without a quorum present at any meeting.

#### Section 4.5- Rules of Order

Meetings will be conducted following the guidelines of 'Roberts Rules of Order'.

Meeting minutes will be completed and forwarded to all Board Members within 48 hours of the meeting; and will include the time the meeting began, the names of 2 members who indicated readiness to begin, it will include who was present for the meeting, it will list all topics discussed, any motions brought forward and by who, specific voting results including who voted yes, who voted no and who abstained, and the names of 2 people who acknowledged the end of the meeting and at what time.

## Section 4.6- Voting

For an item to be presented for a vote, it must first be motioned by a member of the board and seconded by another member of the board. The result of the vote is decided based on the majority that is present. This process does not apply to forfeiture or removal of a board member. Refer to sections 5.3 and 5.4 for those procedures.

The league President (or any acting President), does not have a vote on any motion unless in the event of a tie; in which case the President will determine the result of the vote.

If the motion is to vote on an item that somehow benefits an individual on the board, that Individual cannot vote on that matter.

In the event of a time sensitive matter limiting time for a meeting, provided the Board majority agrees, an item may be motioned, seconded, and voted on electronically or in writing; without the need for a meeting. This should be as an exception only and not standard practice.

In the event the Board is presented an item to be considered and voted on in a future meeting, and a member has a reasonable exception as to why they cannot attend, they may elect to submit their vote in advance and in writing to be considered in the meeting. A quorum must still be present at the meeting for the vote to be considered.

## ARTICLE V. BOARD OF DIRECTORS

### Section 5.1- General Powers

The Manchester Sentinels Pop Warner League will be controlled and operated by the League Board of Directors. The Board of Directors will be responsible for the management of all League business. All decisions made by the Board of Directors will be in the best interest of the League, it's members and its participants.

### Section 5.2- Number, Term, Requirements and Qualifications

The fixed number of Board members will be determined by the Board of Directors, but it will never be less than 3 and never more than 17; including the following executive officers: President, Vice President, Executive Administrator and Treasurer.

The members of the Board of Directors will be elected by a vote from the existing Board members. Immediately upon being elected, Board members will be recognized as qualified and active in that role. No votes to elect new members will be made without a Quorum being present for the vote.

Voted in and binding 11.12.18

No two Board members related by blood, marriage or domestic partnership will be permitted to serve on the Board of Directors at the same time.

Board members will serve a 1-year term and may be reinstated at the annual elections provided they are voted in by a Board majority.

Board members are expected to attend all monthly meetings, the annual meeting and any special meetings provided adequate notice is given. Should a Board member need to miss a meeting, they are expected to notify the other board members in advance. Should a member of the Board of Directors miss 3 meetings in a calendar year, that member's continued participation on the Board may be called to question, and their status will be reviewed by the Board.

#### Section 5.3- Forfeiture

Any Board member who fails to fulfill the requirements of their role, (provided there is no reasonable exception having been provided by the member and recognized by the Board) will be considered having forfeited their position. This will be reviewed by the Board at the next regular meeting or a special meeting, and provided there is a 2/3 vote in favor, that person will be removed from their seat on the board. The League Executive Assistant will send that person written notification of their forfeiture as soon as reasonably possible.

#### Section 5.4- Removal

Any member of the Board of Directors may be removed from their position with cause if more than 3/4 of the Board agrees to the action. All members of the Board of Directors must be provided written notice of the proposal to remove a member at least 1 week in advance of the proposed action. The 3/4 Members of the Board of Directors who agree to the action will be listed on the notice.

The Member being considered for removal may request a meeting with the Board of Directors to review their position and ask for a vote. The Board will comply. The result of the action will be determined by a 2/3 vote.

If the Member being considered for removal does not respond by the date listed or they concede, they will immediately be removed from the Board of Directors.

## Section 5.5- Filling of Vacancies

In the event of a vacancy, the Board of Directors will seek to fill the position as soon as possible. If the President's seat is vacant, the Vice President will be acting President until a new candidate is presented for consideration. In the unexpected event of any other temporary vacancies of the Executive Board of Directors, the chain of command will be as follows: 1. President, 2. Vice President, 3. Director of Football, 4. Cheer Director, 5. Executive Administrator, 6. Treasurer.

New Board Candidates will be presented before the Board in a meeting, unless otherwise agreed upon by the majority Board members as an exception.

New General Board members will be elected based on a simple majority vote.

New Executive Board members should be voted in at the annual meeting. Any new candidate for an Executive Board Role presented after the season starts; may be asked to act as an interim, on a probational basis, until the next annual meeting.

## ARTICLE VI. LEAGUE FUNDS, ACCOUNTING, COMPENSATION and CONTRACTS

### Section 6.1- League Funds

The Board of Directors will determine how all League funds are utilized always with the best interest of the league in mind. All league funds collected or raised; will be saved in a common treasury and will be managed accordingly to ensure no individual or team receives any preferential benefit and all decisions made as to how funds are allocated, consider the needs of the whole league, as determined by the Board.

While there are members of the Executive Board with immediate access to our League treasury, those members will not use these funds as a means for personal benefit.

Aside from bills and invoices that are outlined and approved in our league budget and are a necessary expense to maintain league operations, there will be no payments issued to any business or individual over \$100, without approval from the Board. Expenses under \$100 will always be for an item related to league business and operations.

### Section 6.2- Accounting

Each year a budget will be developed and approved by the Board.

All profits and expenses will be closely tracked, recorded and reconciled, by the League Treasurer or another appointed Board Member in the absence of a Treasurer; to be reviewed by the Board at the regular monthly meeting.

The Board will establish procedures required for properly handling money; and all members of the Board of Directors, League Staff, and Committees will comply.

### Section 6.3- Compensation

All members of the Board of Directors, League Staff and Committees are volunteers. No member of the Manchester Sentinels Pop Warner League will receive any form of compensation for their contribution to the League. Specific registration discounts are available and are determined by the Board of Directors and re-evaluated on an annual basis.

### Section 6.4- Contracts

Only a member of the Executive Board can enter into a contracted agreement with a business or individual, on behalf of MSPWL; unless the President or Vice President gives specific direction approving another Board Member to do so.

## ARTICLE X. INDEMNIFICATION

To the full extent authorized under the laws of Connecticut, the corporation shall indemnify any director, officer, employee, or agent, or former member, director, officer, employee, or agent of the corporation, or any person who may have served at the corporation's request as a director or officer of another corporation (each of the foregoing members, directors, officers, employees, agents, and persons is referred to in this Article individually as an "indemnitee"), against expenses actually and necessarily incurred by such indemnitee in connection with the defense of any action, suit, or proceeding in which that indemnitee is made a party by reason of being or having been such member, director, officer, employee, or agent, except in relation to matters as to which that indemnitee shall have been adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. The foregoing indemnification shall not be deemed exclusive of any other rights to which an indemnitee may be entitled under any bylaw, agreement, resolution of the Board of Directors, or otherwise.

Voted in and binding 11.12.18

## ARTICLE XII. AMENDMENTS

The Board of Directors may amend these Bylaws by majority vote at any regular meeting or special meeting. A proposed amendment will be provided to the Board of Directors at least 1 week in advance of the meeting.

## ADOPTION OF BYLAWS

As members of the Executive Board of Directors for the Manchester Sentinels Pop Warner Youth League, we consent to, and hereby do, adopt the foregoing Bylaws, consisting of the 8 preceding pages, as the Bylaws of this organization.

ADOPTED AND APPROVED by the Board of Directors on this 12<sup>th</sup> day of November 2018.