

WALL KNIGHTS YOUTH FOOTBALL AND CHEER, INC.
BY-LAWS

1.0 NAME

The name of the organization shall be WALL KNIGHTS YOUTH FOOTBALL AND CHEER, INC. (hereinafter referred to as the “organization”, “franchise”, “corporation” or “Wall AYF/AYC”). The colors of the organization shall be crimson red and blue.

1.1 Change of name

The franchise may change its name by at least a 3/4th majority vote of the General Membership (hereinafter defined) at its regular meeting provided proper notification is given all members.

1.2 Use of name

A) No person or persons affiliated with the organization may issue any statement, either written or verbal, to any newspaper, radio, television or any other communication media which might be interpreted to be an official statement, policy or position of the organization, franchise or any of its affiliates without the express written permission of the Board of Directors (hereinafter defined).

B) No person or persons affiliated with the organization may use or indirectly imply the name of Wall Knights Youth Football and Cheer, Inc., the franchise or any of its affiliates for any other purpose except to further the purposes and objectives as specified herein.

C) The President shall serve as the official spokesperson for the organization, except in those instances where the President and the Board of Directors direct other personnel to handle public relations.

2.0 OBJECTIVES

The purpose of the organization shall be to provide an organized format where our youth are introduced to football, cheerleading and related activities in an atmosphere, which communicates sportsmanship, fair play and fellowship, with supervisors emphasizing safety in all coaching techniques. Further, it shall be the policy of the organization to promote academic achievement among all its participants. The organization shall be family-oriented, community based and supported by all its members to insure the ultimate benefit of its youthful participants.

2.1 Restrictions

Nothing contained in Section 2.0 herein shall be construed to limit the organization’s involvement or participation in any other youth sports program. The organization and its Board of Directors and officers shall be non-commercial, non-sectarian and non-partisan and shall seek to inspire all participants equally with no deference to sex, race, creed, physical handicap, national origin or ability. The organization shall not be conducted or operate for profit and no part of any proceeds from fees, dues or other income shall be used for the benefit of any member or individual.

3.0 CORPORATE SEAL

There shall be a corporate seal, which shall be a circular impression having inscribed thereon the

name of the corporation and the year of its incorporation.

3.1 Insignia

The official insignia of the corporation shall include, but not be limited to, the official insignia of American Youth Football.

3.2 Logo/Mascot/Team Colors

The logo, mascot and team colors for all teams and squads offered by the corporation shall correspond with Wall High School.

4.0 AFFILIATIONS

The organization shall be an autonomous entity and shall be a franchise of the New Jersey AYP-Jersey Shore Conference (hereinafter referred to as “Jersey Shore AYP/AYC”), which this corporation recognizes as the highest local authority, and American Youth Football, Inc. (hereinafter referred to as “National”). As long as the franchise is affiliated with the Jersey Shore AYP/AYC, it shall adhere to and uphold the laws and rules of the same insofar as they affect, empower, and prescribe the function of all Jersey Shore AYP/AYC franchises.

5.0 FISCAL YEAR

The fiscal year of the corporation will begin January 1st and end December 31st.

6.0 MEMBERSHIP

Membership shall be afforded to all persons who subscribe to the purposes and objectives as specified herein. There shall be five categories of membership, which are as follows:

A) Regular Membership – shall be afforded to persons 18 years of age or older who meet the following conditions:

1. Parents or legal guardians whose children are participants and who reside within our assigned territory.
2. Coaches and/or other individuals with no participants in the program but who donate their time to programs, projects or activities each year at the request and consent of the Board of Directors.

B) Associate Memberships – shall be afforded to high school and college students that have not attained the age of 18 but who donate their time to programs, projects or activities of the organization. All associate members must have parental permission to apply for membership. These members shall not have voting privileges within the organization.

C) Probationary Memberships – This is a status of membership conferred upon all regular members who fall into one or more of the following classifications:

1. Members whose dues are not current.
2. Members who have not met their volunteer commitment or paid the participation fee.
3. Members who have not met the attendance requirements or who have been suspended or put on probation.
4. Members who have not read, signed and agreed to abide by the terms of the Parent’s Code of Conduct (refer to Section 14 Wall AYP/AYC Policy Handbook).

Probationary Membership status shall remain in full force and effect until such time as any of the above conditions are rectified or the probationary period has been successfully completed. While any member is designated as “probationary” they shall have no voting privileges. Probationary members are not considered members in good standing.

Any adult who has been suspended from Jersey Shore AYF/AYC, National or any youth sport organization for a period of one year must apply for reinstatement of his or her child after the sanctioned period. The reinstatement will require the adult to appear in front of the Executive Board (hereinafter defined) to present and discuss the issue. After hearing and reviewing the issue, the Executive Board will decide by majority vote (balloted) on whether the adult and child can be reinstated. If the adult has a second offense, he or she will be permanently banned from Wall AYF/AYC and the child/children permanently removed from Wall AYF/AYC.

D) Sustaining Memberships – shall be afforded upon any business or community entity or group that makes a donation either monetary or in goods and services which exceeds \$500.00 during the course of the fiscal year. A certificate suitable for framing shall be presented to all sustaining members. These members shall not have voting privileges within the organization.

E) Honorary/Lifetime Members – shall be afforded to all past Presidents upon completion of their term of office as well as any person the organization wishes to honor. This can be done by at least a 3/4th majority vote of the General Membership or a unanimous vote of the Board of Directors. These members shall have no voting privileges within the organization.

Regular memberships begin with the acceptance of registration. Regular memberships shall continue in the event of the renewal of registration for the following season. However, should the member not seek renewal of registration for the following season, all privileges, policies and obligations dictating membership shall cease.

All persons included in the General Membership must read, have full understanding, sign and abide by the Parent’s Code of Conduct (refer to Section 14 Wall AYF/AYC Policy Handbook).

6.1 Membership – Term

With the exception of honorary/lifetime memberships whose term shall be perpetual, all memberships in the organization shall run concurrent with the fiscal year.

6.2 Membership – Dues

Annual dues shall be charged to those persons who meet the requirements of membership as set forth herein. The actual dollar amount shall be set annually by the Board of Directors with a majority vote.

6.3 Membership – General Membership

The term “General Membership” as used herein shall mean, collectively, all Regular, Probationary, Honorary/Lifetime and Associate Members. Regular Members shall have full voting rights as stated herein, provided they have attended three (3) General Membership meetings in the course of the fiscal year. Probationary, Honorary/Lifetime and Associate

Members shall have no voting privileges.

7.0 ELECTED OFFICERS

The elected officers of the Board of Directors (collectively, the “Elected Officers”) shall serve a term consisting of two (2) years. The Elected Officers are as follows:

- | | |
|------------------------------|-------------------------------------|
| (1) President | (7) Field and Grounds Manager |
| (2) First Vice – President | (8) Scholastic Programming Director |
| (3) Second Vice – President | (9) Director of Public Relations |
| (4) Secretary | (10) Equipment Manager |
| (5) Treasurer | (11) Director of Football |
| (6) Director of Cheerleading | (12) Board Attorney (if required) |

The Executive Board (by a majority vote of the Executive Board) may adjust or modify the positions or add positions of the Elected Officers based on the corporation’s, Jersey Shore AYF/AYC’s and/or National’s business needs, provided, the total number of Elected Officers does not exceed twelve (12).

8.0 APPOINTED OFFICERS

The following officers shall be appointed by the President with the advice, counsel and consent of the Elected Officers (collectively, the “Appointed Officers”):

- (1) Assistant Director of Football
- (2) Assistant Director of Cheer
- (3) Assistant Equipment Manager
- (4) Team Parent Coordinator (2)
- (5) Shack Coordinator (4)
- (6) Special Events Coordinator (3)
- (7) Membership Director
- (8) Cheer Equipment Manager
- (9) Merchandising

The Executive Board (by a majority vote of the Executive Board) may adjust or modify the positions or add positions of the Appointed Officers based on the corporation’s, Jersey Shore AYF/AYC’s and/or National’s business needs.

8.1 Officer’s Charge and Oath of Office

Unless a more elaborate ceremony is planned, the outgoing President shall at the December meeting, every two (2) years, swear in the newly elected President. In the event a President succeeds himself, he may be sworn in by the Secretary. The incoming or current President shall also swear in all newly elected officers annually. In a more elaborate setting, a Jersey Shore AYF/AYC officer, local magistrate, mayor or Notary Public may swear in all officers. The following charge shall be given by the person administering the oath prior to giving the oath of office:

CHARGE TO OFFICERS

The office to which you have been elected or appointed is one of dignity and importance. In accepting this office, you undertake a responsibility, which is not to be assumed lightly nor carelessly discharged.

You are charged with the duties of seriously and resolutely furthering the purposes and objectives of American Youth Football in this community. With laws and rules of American Youth Football and Cheer and the Jersey Shore American Youth Football League and Cheer as your guide, you must be ready to exercise the functions of the office with which you are entrusted. Further, you are charged with upholding and enforcing the Bylaws and Administrative Policy of Wall Knights Youth Football and Cheer, Inc., and thereby, governing this corporation in accordance with democratic principles, under which every person who wishes to speak shall be heard, toward the end that the best opinion shall prevail through the expressed will of the majority.

Person administering Oath: "Do you accept this charge?"

Person being sworn: "I do."

Person administering Oath: "Raise your right hand and repeat after me: I – [state your name] do solemnly swear (or affirm) that I will faithfully execute the office that I am about to assume and will to the best of my ability, serve to protect and defend the purposes and objectives of Wall Knights Youth Football and Cheer, Inc."

9.0 TERM OF OFFICE

A) The term of office of the President shall be for two (2) years, which shall constitute one term. No individual may hold this office for more than two (2) consecutive terms (four years). The President shall serve from the first day after the December General Membership meeting and shall serve for two (2) years or until his/her successor shall have been qualified and elected.

B) All other Elected Officers shall also have a term of two (2) years. They shall also serve from the first day after the December General membership meeting and shall serve for two years or until their successors shall have been qualified and elected. Recognizing the need to balance the elected Board positions of Wall AYF/AYC and to better insure the continuity of the Board from year to year, the President, Second Vice-President, Director of Cheerleading, and Equipment Manager shall be elected in even years. The First Vice-President, Treasurer, Secretary, Public Relations Director, Scholastic Programmer and Director of Football shall be elected in odd years.

C) All Appointed Officers shall serve for a period of one (1) year.

9.1 Vacancies

A) Any officer or member of the Board of Directors elected or appointed, who misses four (4) unexcused Board meetings in a row over a twelve (12) month period without good cause shall be determined to have vacated his/her office. Board of Directors may, at that time, take actions to ascertain the intentions of this officer in writing with a ten (10) business day reply required. Said

notification must be sent via certified mail, with a return receipt requested, or via electronic mail. All such notices shall be effective (a) in the case of certified mail, upon being deposited with the U.S. Post Office, and (b) in the case of electronic mail, when sent. Should no answer be forthcoming, the vacancy shall be confirmed and the Board of Directors will proceed as specified herein.

B) Should a vacancy occur in any other office, that vacancy shall be filled by appointment by the President with the advice, counsel and consent of the Executive Board. This appointment is for the remainder of the term.

9.2 Impeachment

Any officer may be removed from office for just cause by the Executive Board. Written notice must be given to the officer in an impeachment process. Said notification must be sent via certified mail, with a return receipt requested, or via electronic mail. All such notices shall be effective (a) in the case of certified mail, upon being deposited with the U.S. Post Office, and (b) in the case of electronic mail, when sent. Said officer shall have ten (10) days from the effective date of such notice to respond to charges and answer same. Notice of Impeachment shall state the charges, names and addresses of persons making charges, along with the date, time and location of the impeachment hearing. A vote by at least a 2/3rd majority of the Executive Board shall be needed to impeach. The officer charged in the impeachment process shall have the right to be represented by counsel and the Executive Board shall set rules governing such a hearing.

10.0 OFFICER'S DUTIES

The officers listed in Sections 7.0 and 8.0 herein shall be charged with the duties that correspond to their respective offices. Further, all officers may be assigned additional duties by the President in as much as they may be relative to their position. It is expected that the officers listed in Sections 7.0 and 8.0 herein shall fulfill their duties. Failure to do so shall result in a written warning issued from the President. If the duties and requirements of the office remained unfulfilled, the President has the authority to remove the officer from the Board of Directors with at least a consenting 2/3rd majority vote of the Executive Board.

10.1 President

The President shall serve as Chief Executive Officer attending to the day-to-day business and concerns of the corporation. He/She shall preside over all Executive Board, Board of Directors and General Membership meetings and shall appoint committee chairpersons and members of committees and, further, shall serve as an ex-officio member of the same.

The President shall receive applications for and recommend all coaching personnel with the advice of the Directors of Football and Cheer. He/She shall upon his/her election, meet with the outgoing Board of Directors or newly elected officers to formulate a "Planned Year of Action" and "Annual Operating Budget". He/She shall strictly uphold and enforce all laws and rules of the Jersey Shore AYF/AYC as they relate to the corporation as a franchise thereof.

10.2 First Vice-President

The First Vice-President shall preside over all meetings where the President is not in attendance. He/She shall be responsible to serve as the Jersey Shore AYF/AYC's representative to the Jersey

Shore Football League and shall be charged with participant registration and team certification. He/She shall be the insurance liaison and shall keep a record of any matter dealing with a participant's injuries and dealings with the Jersey Shore AYF/AYC's insurance carrier.

10.3 Second Vice-President

The Second Vice-President shall preside at all meetings where both the President and First Vice-President are not in attendance. He/She shall oversee all fund raising activities.

10.4 Secretary

The Secretary shall be charged with keeping an accurate record of all hearings, meetings, proceeding, correspondence and official documents of the corporation. He/She shall send out all meeting notices. The Secretary is also responsible for roll call at all Board of Directors meetings.

10.5 Treasurer

The Treasurer shall have sole care and custody of all moneys and securities due and owing to the corporation. He/She shall be charged with depositing same into an interest bearing account as designated by the Board of Directors within three (3) business days of receipt. He/She shall upon his/her election, draw up an Annual Operating Budget for presentation to the Board of Directors and shall give a written report at all meetings. Copies of reports shall be made available to all Board of Director members.

10.6 Director of Public Relations

The Director of Public Relations shall send out all press releases with the approval of the President. He/She shall also serve as acting Secretary at any meetings where the Secretary is not in attendance and shall be charged with keeping an accurate accounting at such meetings. The position carries with it corresponding secretarial duties which shall include, but not be limited to, announcements to all coaching personnel, parents and participants regarding game time and locations, upcoming events, functions and related data.

10.7 Director of Football

The Director of Football shall have the responsibility of articulating the specifics of all football programs, recommending candidates for coaching positions to the President, servicing the football staff, overseeing the implementation of the Jersey Shore AYF/AYC's football guidelines, and the hearing of all first level complaints filed against any coach and/or staff member.

10.8 Assistant Director of Football

Assists the Director of Football in fulfilling the duties of that position.

10.9 Director of Cheerleading

The Director of Cheerleading shall have the responsibility of articulating the specifics of all cheerleading programs, recommending candidates for coaching positions to the President, overseeing all equipment related to cheerleading as well as the implementation of the Jersey Shore AYF/AYC's cheerleading guidelines. He/She shall further be responsible for the reviewing of all first level complaints filed against any coach and/or staff member.

10.10 Assistant Director of Cheerleading

Assists the Director of Cheerleading in fulfilling the duties of that position.

10.11 Equipment Manager

The Equipment Manager shall have the responsibility of distributing, inventorying and collecting all franchise equipment. He/She will also serve as primary resource in the preparation of the annual equipment needs list, which shall consist of both hard and soft goods, and the equipment budget.

10.12 Assistant Equipment Manager

Assists the Equipment Manager in fulfilling the duties of that position.

10.13 Director of Scholastic Programming

As per the Jersey Shore AYF/AYC's guidelines, the Director of Scholastic Programming shall be responsible for accumulating and preparing all information relevant to the submission of candidates for honors as AYF scholars. He/She shall also assist head coaches in the preparation of eligibility affidavits for competition. Additionally, the individual shall serve as the chairperson of the football and cheerleading scholarship sub-committee.

10.14 Field and Ground Manager

The Field and Ground Manager shall have the responsibility of ensuring that the game and practice fields, field house, fixtures, electrical and mechanical equipment and surrounding facilities (i.e. parking lot, shack, storage tanks, sheds and restrooms) are properly maintained and that all playing and training surfaces are in good working order throughout the year. He/She will also liaise with the local council of Wall Township as and when required and update the Board of Directors on such meetings. Additionally, he/she will ensure that the rules and regulations of Jersey Shore AYF/AYC regarding the playing fields are respected and observed.

10.15 Team Parent Coordinator

The Team Parent Coordinator shall seek out and find two qualified volunteers per team or squad to serve as Team Parents. Together, they shall become part of a very vital communications link and team support network. It shall be the duties of the coordinator to assure that Team Parents for all squads receive pertinent corporate information to enable him/her to solicit team support personnel for fund raisers, social events, concession stand committee members, monitoring, videotaping, and all of the various areas where manpower is needed to carry on the programs, projects and activities of the corporation. In situations where there are emergencies or special meetings or other vital communications, which must get out to the membership or participants, the Team Parent Coordinator will activate the network of Team Parents to contact and inform participants. The Team Parent Coordinator shall coordinate the annual Picture Day of Wall AYF/AYC, traditionally held during the second week of the August practice. This shall include, but not be restricted to, soliciting bids from photographers, presenting bids for approval by the Board of Directors, coordinating times and sites for Picture Day and distributing order forms to participants.

10.16 Shack Coordinator

It shall be the duty of the Shack Coordinator to oversee the operations of the Shack for home

games, securing the necessary goods and materials, turning all moneys received over to the Treasurer. He/She shall further set up Shack duty scheduling while working in conjunction with the Team Parent Coordinator.

10.17 Special Events Coordinator

It shall be the duty of the Special Events Coordinator to oversee special organization functions which do not fall under the realm of other board positions. He/She shall further be responsible to assist the organization with its immediate and pressing needs. i.e. Tag Day, Scholastics, Banquet.

10.18 Membership Director

It shall be the duty of the Membership Director to coordinate the registration and record keeping of both individuals and families who are part of the organization. It is further his/her responsibility to assist appointed and elected Board Members in meeting specific requirements as deemed necessary by the Board.

10.19 Merchandising

It shall be the duty of the Merchandising Director to oversee all aspects of the handling of merchandise, which is sold by Wall AYF/AYC, exclusive of the items considered as football/cheer uniforms (refer to Section 3, Paragraph 2 and Section 4, Paragraph 1 in the Wall AYF/AYC Policy Handbook). The duties of the Merchandising Director include, but are not restricted, to keeping an inventory on stock, ordering stock and distributing ordered merchandise. He/She shall further be responsible to report all proposed merchandise purchases to the Equipment Manager so that such purchases are included in the proposed budget for approval by the Board of Directors.

11.0 BOARD OF DIRECTORS

The term “Board of Directors” as used herein shall mean, collectively, the Elected Officers and the Appointed Officers.

11.1 Board of Directors – Authority

The Board of Directors may make rules and regulations, administrative policies and resolutions as in their discretion they deem necessary and proper to guide and manage business and affairs’ control and protect the assets of the corporation. They shall operate, manage and maintain themselves both individually and collectively in such a manner as to provide for the purposes and objectives as set forth herein. They shall further have the authority to solicit contributions and raise revenue necessary to carry on as specified herein.

11.2 Board of Directors – Meetings

A) The Board of Directors shall meet a minimum of once a month from January to July and twice monthly, if needed. Meeting dates and times shall be determined by the Board of Directors in January annually and, to the extent necessary, posted in the Yearly Course of Action. The Board of Directors meetings, which are generally the second Wednesday evening of every month, are open to the General Membership and generally are held in person. The President has the discretion to change the meeting date due to meeting conflicts or the business needs of the corporation, Jersey Shore AYF/AYC and/or National. A member may participate in any in person meeting via conference call and such participation shall constitute presence in person at

such meeting (with all voting rights). In addition, at the recommendation of the President and provided a quorum of the Board of Directors can attend, the meetings may also convene via conference call, in which all of the members attending can hear and speak to the other members. Additional meetings of the Board of Directors, which may occur within the same month, are not open to the General Membership.

B) All members of the Board of Directors shall be expected to attend every meeting. Any member of the Board of Director that misses four (4) un-excused meetings, without good cause, shall be determined to have vacated that office as per Section 9.1(A) herein.

11.3 Board of Directors – Quorum

A meeting of the Board of Directors shall be determined to have a quorum if seven (7) members of the board are present.

11.4 Executive Board

The term “Executive Board” shall mean, collectively, the Elected Officers.

11.5 Executive Board and Board of Directors – Qualifications

A) Person desiring to run for any of the elected positions listed in Section 7.0 herein must have been a member of the organization for a period of two years. (This rule is suspended until such time that the organization has been in effect for two years.)

B) All appointed officers of the Board of Directors must be a member as defined herein for a minimum of one year.

C) All officers of the Board of Directors must have attained their 21st birthday prior to their election or appointment and this provision may not be waived at any time.

11.6 Executive Board – Authority

The Executive Board may make rules, regulation, administrative policies and resolutions as in their discretion they deem necessary on matters concerning the integrity, reputation, well-being or welfare of the organization. The Executive Board shall meet, discuss and seek resolution if warranted, on issues concerning coaches, participants, or parents, or on issues which arise that may be sensitive in nature or require an environment of confidentiality.

11.7 Executive Board – Meetings

The Executive Board shall be summoned by and shall meet at the discretion of the President.). At the recommendation of the President and provided a quorum of the Board of Directors can attend, such meetings may also convene via conference call, in which all of the Executive Board members attending can hear and speak to the other Executive Board members. Executive board meetings are closed to all other members other than those specifically named in Section 7.0 herein.

A) All discussions, proceedings and decisions of the Executive Board shall remain confidential. Any breach of confidentiality by an Executive Board member can and will be considered a violation and could result in disciplinary action up to and including removal from the Executive Board with at least a 2/3rd majority vote of the Executive Board.

B) All votes of the Executive Board shall be taken by oral vote of members present at the direction of the President. Absent members may be polled for their vote and a written secret ballot may be called for.

C) The President will cast a vote only in cases where the Executive Board vote results in a tie.

D) Executive Board members shall not abstain from a vote with the exception of a direct conflict of interest (conflict involving the board member directly or the board member's immediate family).

E) All Executive Board votes are by simple majority unless otherwise stated.

11.8 Executive Board – Quorum

A meeting of the Executive Board shall be determined to have a quorum if seven (7) members of the Executive Board members are present.

12.0 YEARLY COURSE OF ACTION

After the election of officers in December, the newly elected officers may meet with the outgoing Board of Directors in a series of meetings to discuss and propose an activities calendar for the next fiscal year. This calendar shall be known as the Yearly Course of Action. This shall be a flexible guideline for the programs, projects and activities of the corporation during the next fiscal year. It must list meetings, registrations, fund-raiser deadlines, etc. The Yearly Course of Action is an important tool in the proper administration of the corporation. If a Yearly Course of Action is not formally established, the corporation shall generally use the following:

JANUARY

1. President appoints and swears in all appointed officers
2. Appointment of committee chairpersons and members, if necessary
3. Annual awards banquet, if necessary
4. Registration dates established for February and March (and if required, April)
5. Begin discussions and work for annual fund-raising and registration
6. Begin discussions regarding Equipment Managers' preliminary report of needs
7. Work should begin on advertising February registration, including, emails sent out announcing the February registration date

FEBRUARY

1. Conduct and complete February registration
2. Accept applications for football and cheer head coaching positions
3. Scholastic Programming Director begins obtaining and preparing all required information and documents for submission of candidates for honors as AYF scholars
4. President directs Equipment Managers to check all equipment and uniforms. They must assure that we have a sufficient amount of equipment and uniforms and that they are safe, secure, and in good repair
5. Equipment Managers begin preparing preliminary equipment budgets
6. Work should begin on advertising March registration, including, emails sent out announcing the March registration date. In addition, the email should include information of fund-raising

and the need for volunteers

MARCH

1. Conduct and complete March registration
2. Second Vice President reports on status of fund raising and fund raising events
3. Equipment Managers submit preliminary equipment budgets to Executive Board. Approved equipment budgets are submitted to the Treasurer. The President shall direct the Equipment Managers to begin ordering approved items
4. Directors of Football and Cheer recommend head coaches for consent of President and final approval by the Executive Board
5. If required, work should begin on advertising April registration, including, emails sent out announcing the April registration date
6. Additional emails should be sent advising on fund-raising and the need for volunteers

APRIL

1. First Vice-President must report on status of registration
2. If required, conduct and complete April registration
3. Directors of Football and Cheer along with head coaches should meet with Wall High School coaches to further develop program continuity

MAY

1. Pay franchise fees to Jersey Shore AYF/AYC
2. First Vice President begins work to ensure that insurance is in place
3. Second Vice President begins work to renew the corporation's game of chance registration with NJ Office of the Attorney General
4. Scholarship committee reviews application for Jersey Shore AYF/AYC Scholarship

JUNE

1. Assistant coaches are recommended by the head coaches for consent of President and final approval by the Executive Board
2. First Vice-President should line up scrimmages for August
3. Reservation made for team photos in August
4. Report from Membership Director on registration results
5. Ready equipment for distribution
6. Confirm start dates and periods for football and cheer practices, including, the following: (a) with respect to the Preseason, the first day of practice, the 10-hour conditioning period, the first day equipment may be worn, the first day of contact practice, and the last day of the Preseason for football and cheer (i.e. 5 days/10 hours per week); and (b) the first day practice for the Regular Season (i.e. the date the sessions change to 3 days/6 hours per week during the first week of school)

JULY

1. Equipment is issued
2. Notification via email/telephone call should be made to each participant by their coach and/or team mom advising of registration requirements that have not been met
3. Jersey Shore AYF/AYC safety orientation, training and rules clinics

4. The Directors of Football and Cheer should each meet with the coaches to discuss, *inter alia*, Wall AYF/AYC's expectations and the Coaches' Code of Conduct (refer to Section 6 of the Wall AYF/AYC Policy Handbook)
5. Typically, the new season begins on or about the Monday of the last full week in July. Practices will start on the first weekday of the month unless otherwise directed by the Board of Directors
6. Board of Directors meets with parents immediately prior to first practice to introduce the Board of Directors and seek volunteers for MPR monitors, chain crew, additional coaches if needed, concession stand and other functions
7. Head coaches meet with parents immediately prior to first practice

AUGUST

1. After at least 10 hours of condition has been accomplished, the first day equipment may be worn and the first day of contact practice
2. Controlled scrimmages are played
3. First Vice-President and Membership Director review and complete registration requirements and records. Completion of official rosters by Membership Director with copies furnished to Secretary
4. Registration records and official rosters due to Jersey Shore AYF/AYC
5. Game schedules and directions to be distributed to members
6. Official weigh-in and team certification by Jersey Shore AYF/AYC

SEPTEMBER

1. Practice sessions go to 3 days/6 hours per week during the first week of school
2. Reports due on planned fund-raisers, registration and team certification
3. Regular football season starts
4. Confirm status of AYF/AYC Scholastic submissions

OCTOBER

1. Discuss awards/trophies and banquet ceremony and/or team parties
2. Jersey Shore AYF/AYC Scholastic Programming deadline
3. Nominations Committee appointed
4. Determine equipment return dates
5. Determine playoff practice schedule (i.e. field availability)
6. Jersey Shore AYF/AYC Play-offs and Tournament of Champions

NOVEMBER

1. Election meeting
2. President delivers "State of Corporation" report
3. Report of Nominations Committee and nominations closed
4. Teams going to national championships to handle fund raising efforts

DECEMBER*

1. National American Youth football and cheerleading championships
2. Nominations Committee Chairperson shall be directed to present the slate of officers
3. Elections held

4. Installation of new officers

** Executive Board may determine that a December meeting is not necessary. If the December meeting is not held as determined by the Executive Board, the actions for December may be moved to November and/or January as the Executive Board may require.*

13.0 GENERAL MEMBERSHIP MEETINGS AND PROCEEDINGS

General Membership meetings shall be held monthly with proper notification given to all members.

13.1 Quorum

A quorum of seven (7) members shall be needed to conduct any business at a General Membership meeting.

13.2 Meeting Agenda

Unless the President proposes a more specific agenda for the conduct of business at a General Membership meeting, this standard agenda will suffice as the order of business at all General Membership meetings:

- a. Call to order
- b. Roll call of officers by the Secretary
- c. Circulation of membership attendance sheet
- d. Secretary's report (minutes of last meeting & correspondence)
- e. Treasurer's report - financial statement in writing
- f. Officers' and Committee Chairmen reports
- g. Program Administrator's report
- h. Old business
- i. Break in meeting (if needed)
- j. New business
- k. Good and welfare
- l. Adjournment

13.3 Special meetings

Special meetings with a specific purpose may be called by the President. Notice of such meetings may be publicly posted or delivered in writing to the General Membership via regular mail and/or electronic mail with seven (7) days' notice prior to such meeting.

13.4 Qualification for Voting

A) Those persons identified in Section 6.0 herein as the General Membership may vote at a General Membership meeting, with the stipulation that the member has attended three (3) General Membership meetings in that fiscal year.

B) Any member whose status has been assigned to Probationary Membership as stipulated in these Bylaws, shall not be permitted to vote at any General Membership meeting until this status has been lifted and the member is reinstated as a member in good standing.

14.0 PARLIAMENTARY AUTHORITY

A) All meetings of Wall AYF/AYC shall be governed by these Bylaws. In instances where the Bylaws do not address issues or circumstances, which arise in meetings, the Board of Directors

will refer to the parliamentary procedures specified in the Roberts Rules of order.

B) The conduct of each meeting shall be at the discretion of the President. He/She shall rule on all questions of order and shall be charged with conducting each meeting according to principles of democracy under which every person who wishes to speak shall be heard and that in every matter considered the best opinion shall prevail through the expressed will of the majority and the best course of action taken.

C) At least a 2/3rd majority vote of the General Membership shall be needed to overrule the President with regard to decisions made by him/her on questions of order or conduct of the meeting. Motions to overrule must be properly moved and seconded.

D) A motion to reconsider or the reconsideration of any previous motion, resolution or business before the General Membership during the fiscal year shall require at least a 3/4th majority vote of the General Membership present to open discussion of the matter which shall then require at least a 3/4th majority vote of the members present to overrule that motion, resolution or business.

15.0 NOMINATIONS AND ELECTIONS

At the October General Membership meeting, the President shall announce the appointment of a Nominating Committee, the duties of which are:

- a. Solicit nominations from all members in good standing who meet qualifications stated in Section 11.4 herein
- b. Meet the prospective officers and propose a slate of officers to the General Membership
- c. At the November meeting, the Nominating Committee Chairperson shall ask for additional nominations from the floor and motion to close nominations
- d. Prepare paper ballots for any positions with multiple nominees

The Nominating Committee shall be relieved of duty prior to balloting at the December/January meeting.

15.1 Balloting

Contested positions shall be balloted on paper ballots, otherwise the election shall be conducted by having the Secretary cast a unanimous ballot for the uncontested positions.

15.2 Proxy Balloting

No proxy and/or absentee balloting shall be allowed and each voting member in good standing, as prescribed herein, shall have one (1) vote.

15.3 Balloting Results and Challenges

A) The President shall appoint three (3) members to count any contested election ballots. Persons appointed shall not be any of the parties on the ballot so as to prevent any possible conflict of interest.

B) The results of any balloting shall be tabulated by the special committee above and sealed. The sealed ballots and results thereof shall be delivered to the Secretary and announced by the to the General Membership.

C) Challenges to either the election process, balloting or the announcement of the results must be made prior to adjournment of the election meeting or the election will stand.

16.0 COMMITTEES – STANDING

Standing Committees of the corporation shall lend stability in their assigned areas by accomplishing duties that remain continuous through changes in administration. The Standing Committees of the corporation may be as follows:

- a. Ways and Means/Fundraising
- b. Registration and Certification
- c. Property Inventory and Management
- d. Communications

16.1 Committees – Special

- a. Awards and Recognition
- b. Annual Awards Banquet
- c. Annual Raffle
- d. Constitutional & Bylaws
- e. Nominations

17.0 HEAD COACHES

A. Head coaches shall be recommended by the respective Directors of Football/Cheer with the consent of the President and final approval by at least a 2/3rd majority vote of the Executive Board. Head coach nominees must be members in good standing (refer to Section 6.0, Paragraph C herein for criteria of members in good standing). Coaches will serve from the time of their appointment through the end of the fiscal year unless removed for cause by at least a 2/3rd majority vote of the Executive Board.

B. Assistant coaches shall be recommended by the Head coach with the consent of the President, and the Director of Football/Cheer, and final approval by at least a 2/3rd majority vote of the Executive Board. Assistant coach nominees must be members in good standing (refer to Section 6.0, Paragraph C herein for criteria of members in good standing). Assistant coaches will serve from the time of their appointment through the end of the fiscal year unless removed for cause by at least a 2/3rd majority vote of the Executive Board.

C. All coaches are required to read, fully understand, sign and abide by the Coaches' Code of Conduct (refer to Section 6 of the Wall AYF/AYC Policy Handbook).

18.0 AUXILIARIES

The Board of Directors shall sanction and approve, as needed, the establishment of an auxiliary unit with the express purpose of serving as a support entity of the corporation.

19.0 LEGAL COUNSEL

The Board of Directors may appoint a legal counsel to assure that all necessary matters of the corporation are attended to. Said legal counsel shall be an attorney in good standing, licensed to practice law in the State of New Jersey.

20.0 SALARIES

No officer or member shall for any reason of his/her office or standing, be entitled to receive any salary or compensation. Nothing herein shall be construed to prevent same from receiving reimbursement from the corporation for duties, goods or services delivered and/or performed

other than that as an officer or member. The Board of Directors may vote to hire and fix the compensation of any and all vendors, which at their discretion they may determine to be necessary and proper in the conduct of the business of the corporation.

21.0 GIFT AND BEQUESTS

All moneys and properties, real or personal, received by gift or bequest shall be devoted to the purpose stipulated in any such gift or bequest but, only if such purposes are within the lawful purposes of the corporation, shall any such gift or bequest be accepted. The Board of Directors is authorized to accept and receive in the name of the corporation all such moneys and properties given for the purposes of the same in trust or otherwise as provided for in these Bylaws.

22.0 DISPOSITION OF FUNDS AND PROPERTY

None of the funds, assets or property of the corporation shall be divided among its Board of Directors, officers or members. In the event of the dissolution of the corporation, its assets shall be given to the Wall Recreation Department.

23.0 PERSONAL LIABILITY

The Board of Directors of the corporation shall have no authority or power to bind the individual members at any time whether personally or to call upon them for payment of any sum of money or any assessment whatsoever, other than that sum that they may at any time personally agree in writing to pay by way of donation to the corporation for its purposes or as otherwise provided in these Bylaws. Nor shall any member of the Executive Board or Board of Directors have any personal liability and/or be subject to any claims for damages of any kind for conduct or actions taken in good faith consistent with and pursuant to these Bylaws. All persons and/or corporations extending credit to, contracting with or have claim against the corporation shall look only to the contract or claim of money that may otherwise become due or payable to them from the corporation, and the Board of Directors, officers and/or members, both present or future, shall not be personally liable.

24.0 ADMINISTRATIVE POLICIES

In accordance with these Bylaws, the Board of Directors shall establish Administrative Policies to assure continuity and fairness in the proper administration of its programs. Said policies must be introduced and approved by the Board of Directors by a simple majority vote. Said policies may be in writing and take effect immediately upon their approval and be available to each member for review at their request. The Wall AYF/AYC Administrative Policies include, but are not limited to, The Parent Code of Conduct, The Coach Code of Conduct, Cheerleader Competition Attendance Notice and Policy, the Grievance Procedure, the Procedure of Probation, Suspension and Expulsion, the Procedure for Hearings and The Participant's Bill of Rights. These and other administrative policies are stated in the Wall AYF/AYC Policy Handbook.

25.0 AMENDMENTS

Any amendments or changes (whether they are additions or deletions) to the Bylaws of the corporation shall be submitted by the Bylaw Committee to the Board of Directors for their approval. Any amendments or changes shall be read at two (2) consecutive meetings of the Board of Directors and voting must take place immediately after the second reading.

26.0 OVERRIDE

These Bylaws will stand unless amended, modified or changed by at least a 2/3rd majority vote of those members present at a regular meeting of the General Membership.

Attest

Notice is hereby given that the provisions of these Bylaws, were approved by the Board of Directors and General membership of Wall AYC/AYF at a regularly scheduled meeting on March 19, 2011.