

*Bylaws*  
*of*  
*Chapel Hill Youth Sports Alliance, Inc.*

*As adopted on February 03, 2019*

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# ***Chapel Hill Youth Sports Alliance, Inc.***

## **Bylaws**

*(as adopted on February 03, 2019)*

### ***Article I – Name and Affiliation***

#### **1.1 Name**

This organization shall be known as **Chapel Hill Youth Sports Alliance, Inc.**, hereafter referred to as the “Corporation”.

#### **1.2 Affiliation**

The Corporation shall be affiliated with the Tri-County Youth Football Association.

### ***Article II –Objective***

#### **2.1 Objective**

The objective of this Corporation is to establish organized amateur football and cheerleading with ultimate objectives of social, physical, mental, and moral development of children aged 5 to 12 years. A program of friendly competition with the goal of educating players about sportsmanship, teamwork, fellowship, courtesy, discipline, and integrity will be established.

### ***Article III – Location***

#### **3.1 Location**

The registered office of this Corporation in the State of Texas shall be in the City of Tyler, County of Smith. The Corporation may have such other offices, either within or without the State of Texas, as the Board of Directors may determine. The registered office of the Corporation shall be maintained in the State of Texas at all times and shall be changed only upon the action of the Board of Directors.

### ***Article IV – Membership and Voting***

#### **4.1 Corporation Membership**

All children meeting the requirements of age and residence set forth in the bylaws of the

Corporation, or any participating adults or parents of Corporation players, shall be eligible for membership.

#### **4.2 Elections**

Any adult who is a Corporation member shall have one (1) vote in the election process for positions of Board members.

#### **4.3 Voting**

Other than elections, the Corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of the Board of Directors, whose operations in governing the Corporation shall be defined by statute and by these bylaws. No Director shall have any right, title, or interest in or to any property of the Corporation.

### ***Article V – Board of Directors and Officers***

#### **5.1 Officers**

The Officers of this Corporation shall be elected by majority vote. The positions of office shall include: President, Vice President, Secretary, and Treasurer.

#### **5.2 Term**

Our Directors will be elected to a perpetual term. Each director shall hold office until his/her term expires and his successor has been elected and qualified.

#### **5.3 Board Positions**

The Board of Directors shall consist of the above-mentioned Officers. It shall be the duty of the elected Officers to appoint qualified people for other positions as necessary for the operation of the Corporation. The duties of the Officers and other board members shall include, but not be limited to, the following:

##### ***5.3.1 President***

- Preside at all meetings of the Corporation.
- Conduct the affairs of the Corporation and execute the policies as established by the Corporation's bylaws.
- Investigate complaints, irregularities, and conditions detrimental to the Corporation and report thereon to the Board of Directors as necessary.
- Procure team and Corporation insurance.
- Secure vendors and order all supplies and equipment per budget allocations.
- Make final approval of all coach applicants.

- Shall have authority to take immediate disciplinary action against any Coach, Manager, or Corporation member for any serious violations of these bylaws as determined by the Board of Directors.

### **5.3.2 Vice President**

- Shall act as an aide to the President.
- Coordinate the recruitment and selection of managers and coaches.
- Shall be in charge of election of officers for the new Board.
- Responsible for player and coach development and in such capacity shall arrange clinics for players, coaches, and/or administrative personnel as determined by the Board of Directors.
- Recognize that the Corporation must remain and a constant state of revitalization and growth and shall ensure a constant flow of information to the Board to identify and address weak areas of player development.
- Responsible for activities concerning the registration process.
- Responsible for securing practice facilities.

### **5.3.3 Secretary**

- Act as an aide to the President.
- Maintain the Corporation's bylaws.
- Responsible for all publicity-related activities including, but not limited to, newsletters, placement of information in local newspapers and school newsletters.
- Absent a fundraiser position, shall be responsible for fundraising and sponsors.
- Maintain records of business transacted at each meeting and provide a copy of the minutes to the Board members at the next regularly-scheduled meeting.
- Responsible for recording the activities of the Corporation and maintain appropriate files, mailing lists, and necessary records.
- Conduct all Corporation correspondences not otherwise specifically delegated and shall be responsible for carrying out all orders, votes, and other resolutions that are not otherwise committed.
- Maintain a running history of the Corporation.

### **5.3.4 Treasurer**

- Shall receive and distribute all funds of the Corporation as authorized by the Board.
- Shall keep financial records.
- Prepare a monthly report of all financial transactions.
- Shall be responsible for all fundraising activity including, but not limited to, any

and all fundraising programs and sponsorships.

- Locate and secure sponsorships and grants from individuals and businesses.
- Shall be responsible for prompt payment of Corporation insurance bills.
- Shall maintain a running history of the Corporation's financial records.
- Shall create and maintain a budget for all Corporation expenses.

### **5.3.5 Concessions Manager**

- Responsible for planning a menu, purchasing the necessary supplies for a fully stocked snack bar, and for being open for business at all home games during game times.
- Responsible for recruiting parents and/or available Board Members to work in the concession stand and he/she shall supervise the operation of the concession stand.
- Responsible for the money collected at the concession stand and shall turn in all monies received to the Treasurer in an expedient manner.
- Keep a record of money spent and money received and then report the profit or loss of each event to the Executive Board.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Perform other duties as prescribed by the Executive Board.
- Responsible for the safe and effective operation of this organization.

### **5.3.6 Equipment/Uniforms Manager**

- Responsible for all the uniforms and equipment.
- Locate sources for purchasing quality uniforms and equipment at reasonable prices.
- Shall inspect and inventory all uniforms and equipment before February 15th and provide an inventory report to the Executive Board along with a list of items needed. If the helmets need to be certified, the Equipment Manager shall inventory them & send them to the vendor in January.
- After the Executive Board has approved the budget and the necessary purchases, the Equipment Manager shall order the uniforms and equipment early enough to receive them by the start of the season.
- Responsible for arranging a site for equipment distribution. He/she will coordinate the equipment distribution with the Coaches and Board Members.
- Responsible for coordinating the collection of the uniforms at the end of the season along with the Coaches and Board Members.
- Secure the uniforms and equipment in a storage unit.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.



- Perform other duties as prescribed by the Executive Board.
- Responsible for the safe and effective operation of the organization.

### **5.3.7 Fundraising Director**

- Responsible for locating sources for fundraising events.
- Submit information on the most reasonable and profitable events to the Board of Directors for approval.
- After an event has been approved, the Fundraising Coordinator shall plan the event, place orders, make arrangements, distribute products or information, and maintain necessary records.
- Record all monies collected, provide receipts as needed, and turn in all monies received to the Treasurer in an expedient manner.
- He/she will work closely with the Treasurer and the Executive Board in order to produce the funds needed to meet the goals and needs of the organization.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Perform other duties as prescribed by the Executive Board.
- Responsible for the safe and effective operation of this organization.

### **5.3.8 Head Coach**

- Shall have overall control over all activities for team.
- Responsible for selecting eligible Assistant Coaches & Team Managers (Assistant Coaches and Team Managers must be approved by the Executive Board to be eligible) and is responsible for supervising the selected assistants.
- Responsible for using proper drills and methods to physically condition and develop skills.
- Responsible for knowing and following all applicable coaching ethics and guidelines.
- Shall attend all coaches' clinics as required by the Association.
- Head Coach must be First Aid & CPR certified and must provide proof of such to the Executive Board and to the Conference.
- Attend all scheduled meetings and vote on motions as presented by the Executive Board.
- Shall perform other duties as prescribed by the Executive Board.
- Responsible for the safe and effective operation of the team.

### **5.3.9 Other Positions**

- Other Board of Director positions can be added at any time if deemed necessary.

#### **5.4 Election of Officers**

In February of each year if needed, the President will call a meeting with the members to elect new Officers. New Officers will be determined by a majority vote. Results of the voting will be announced on the Corporation's web site.

#### **5.5 Disciplinary Action**

Disciplinary action against a Board Officer, coach, manager, or Corporation member will only be considered if a written request is presented to the Board at least one week prior to a scheduled Board meeting. Written notice of impending action, or any action taken by the President, must be given to the charged individual and Board members prior to the Board meeting at which time the action will be discussed. The charged individual will be allowed to speak on his/her behalf at the Board meeting. Final discipline or removal from a position requires a two-thirds vote of the attending Board members.

#### **5.6 Vacancies**

Vacancies occurring in elected offices before the expiration of the term shall be appointed by the President with the approval of a two-thirds vote of the remaining Board.

### ***Article VI – Meetings***

#### **6.1 Annual Meeting**

An Annual Meeting will be held for the purpose of conducting the election of Officers. If any positions are not filled by election, the President may fill these positions by appointment with the approval of the elected Board members.

#### **6.2 Notice of Meeting**

At least seven (7) days in advance of each Board meeting, notice of the meeting shall be given to the members in such a form as authorized by the Board.

#### **6.3 Special Meetings**

Special meetings may be called by the Board or the President at their discretion. Upon written request of at least five (5) Corporation members, the President shall call a special meeting to consider a specific request.

#### **6.4 Transaction of Business**

Meetings of the Board of Directors shall be held as required for the transaction of business after all Board members have been notified of the time and place. A majority of Board members, one plus half of the current number of Board members, must be present at a

meeting to constitute a quorum for the purpose of transacting business. Any member may submit an absentee Proxy Vote in writing. Any matters not specifically addressed in these bylaws will follow the guidelines set forth in *Robert's Rules of Order* parliamentary procedures.

### **6.5 Absence and Negligence**

Any Board member absent from three (3) consecutive regular quarterlyboard meetings or otherwise negligent in the performance of his/her duties is subject to removal from office at the discretion of the Board of Directors.

## ***Article VII – Finances***

### **7.1 Fiscal Year**

The fiscal year for the Corporation shall begin on the 1st day of January and end on the 31st day of December in each calendar year.

### **7.2 Financial Recordkeeping**

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall also keep at its registered office a record giving the names and addresses of the members entitled to vote. All such books and records shall be made available for inspection by any member, or his agent or attorney, for any proper purpose at any reasonable time at the registered office of the Corporation. Upon request of any member, the Corporation shall furnish such member with a statement showing the financial results of all operations and transactions affecting income and surplus during its last annual accounting period, and a balance sheet containing a summary of its assets and liabilities as of the closing date of such accounting period.

### **7.3 Registration Fees**

Registration and sponsor fees will be determined by the Board of Directors in a meeting before each season's sign-ups. The fees shall be initiated to defray the operating expenses of the Corporation. Deferred payments may be approved by the Board in the event of hardship situations.

### **7.4 Equality**

The Board of Directors shall decide all matters pertaining to the finances. No individual team shall have an advantage over any other team in regard to expenditures.

### **7.5 Authorization**

Checks will be signed by the Treasurer. All payments will be pre-approved by the President prior to payment. No one person can approve payment and sign a check for any

given disbursement. No expenditure or Corporation commitment over two hundred fifty (\$250.00) dollars will be made without prior board of director approval.

## **7.6 Federal and State Reporting Requirements**

The Treasurer shall be responsible for annually filing all required Federal (IRS) and State Information returns. These returns are public information.

## **7.7 Audit**

The Treasurer's books shall be audited after the end of the fiscal year or more often if the Board so desires. The auditor shall be a designee of the Board. The extent of the audit is at the discretion of the Board and the results will be reported to the Board.

## **7.8 Financial Assistance**

Relief from registration fees can be requested via a written request presented to the Board for review.

## **7.9 Disbursement**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions for Corporation purchased items and for reimbursements to Board members and coaches for expenses incurred on behalf of the Corporation.

## **7.10 Insurance**

A group type accident insurance obtained by and in the name of the Corporation shall cover each participant in tournament play, practice, and travel. Player's parent or guardian shall be required, prior to participating in any league play or practice session, to sign a medical/dental emergency consent form.

## ***Article VIII – Committees***

Committees shall be appointed by the President and/or Board of Directors as required to conduct business of the Corporation.

### **8.1 Standing Committees**

#### ***8.1.1 Executive Committee***

This committee shall be composed of the President, Vice President, Secretary, and Treasurer. This committee shall meet periodically to discuss the current status of the organization and if necessary, make policies or take care of urgent business issues in

between regular Board of Director meetings.

### **8.1.2 Finance/Fundraiser Committee**

This committee shall consist of the President, Secretary, Treasurer, and players and/or parents. It shall be the duty of this committee to prepare a budget for the fiscal year. The budget shall be completed by December 1. The Finance Committee may periodically submit amendments to the budget for the current fiscal year, which may be adopted by a majority vote. The committee shall also develop and organize fundraising activities.

### **8.1.3 Special Committees**

The Board of Directors may form special committees if deemed necessary. The President shall be an ex-officio member of all committees.

## **Article IX – Indemnification**

### **9.1 Officers, Directors, and Employees**

The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the Corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

### **9.2 Assignment**

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

### **9.3 Policy Amendments**

This Article constitutes a contract between the Corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

## ***Article X – Parliamentary Authority***

### **10.1 Robert’s Rules of Order**

The rules contained in the current edition of *Robert’s Rules of Order* shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with the bylaws.

## ***Article XI – Conflict of Interest***

### **11.1 Conflict of Interest**

For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any Corporation, trust, partnership, limited liability entity, firm, person or other entity other than the Corporation.

No director or officer of the Corporation shall be disqualified from holding any office in the Corporation by reason of any interest in any concern. A director or officer of the Corporation shall not be disqualified from dealing, either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or with any entity of which the organization is an affiliate. No transaction of the organization shall be voidable by reason of the fact that any director or officer of the Corporation has an interest in the concern with which such transaction is entered into, provided:

- The interest of such officer or director is fully disclosed to the board of directors.
- Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the Corporation.
- Payments to the interested officer or director are reasonable and do not exceed fair market value.
- No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.
- The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

## ***Article XII – Amendments***

### **12. 1 Amendment of Bylaws**

These bylaws shall be adopted or amended by a majority vote of the Board of Directors of the Corporation at any regular or special meeting. A complete history of the amendments to

the bylaws shall be recorded in the files of the Corporation and be maintained by the Secretary.