

SENECA VALLEY JR.
FOOTBALL ASSOCIATION
OF CRANBERRY
BY-LAWS

REVISED FEBRUARY 22, 2023

(approved by Board on 3/13/23)

BY-LAWS

ARTICLE I - NAME

- A. This organization shall be known as the Seneca Valley Jr. Football Association of Cranberry (the “Association”). The Association is authorized by these By-Laws to utilize the name “Seneca Valley Jr. Football and Cheer Association” and the abbreviation “**SVJFAC**” in lieu of its full name with the same legal effect as its full name.
- B. The Association’s name or logo may not be used by any party or used outside of Association-sponsored activities without the express, written approval of the Board of Directors.

ARTICLE II - OBJECTIVE

- A. The objective of this Association shall be to instill in the youth of our community the ideals of good sportsmanship, honesty, loyalty, courage, and respect so that they may grow to be good and healthy men and women.
- B. The objective shall be achieved by providing competitive and developmental football and cheerleading. The Association shall bear in mind that the attainment of exceptional athletic skills or the winning of the games is secondary to the primary goal of molding responsible and healthy men and women.
- C. The objectives of the Association are exclusively charitable, scientific or educational within the meaning of Section 501 of the Internal Revenue Code of 1986, (the Code) as amended. The Association is specifically intended to be a Section 501 organization, is not operated as a non-private foundation described in Section 509 of the Code. Under no circumstances can these By-Laws permit the Association to be operated for the benefit of, to perform the functions of, or to carry out the purposes of other than those which allow for the maintenance of such status under section 501 of the Code. No part of the net earnings of the Association shall inure to the benefit of or be distributable to its directors, members or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code. Notwithstanding any other provisions of these By-Laws, the Association shall not carry on any other activities not permitted to be carried on either by a corporation exempt from federal income tax under Section 501 of the Code or by a corporation contribution to which are deductible under Section 170 of the Code.

ARTICLE III – MEMBERSHIP

- A. **PARTICIPATION.** Participation in the programs offered by the Association shall be limited to boys and girls residing in the Seneca Valley School District. Those residing outside of Cranberry Township may incur a non-resident fee to participate in the programs. Any individual residing outside of the Seneca Valley School District may be allowed to participate in the Association only upon approval of the President, at his/her sole discretion.

B. **MEMBERS.** “Members” of the Association shall be the parents or legal guardians of all boys and girls registered and participating in the programs offered by this Association. Members shall retain all benefits and may attend all meetings until such time that their child does not re-register for the coming season or another child in their household does not register to participate for the coming season.

C. **VOTING MEMBERS.** In order to be a “Voting Member,” a Member must attend two (2) consecutive general meetings and shall be eligible to vote at the second general meeting. If a Member misses three (3) consecutive general membership meetings, he/she shall become a non-voting Member until such time as he/she attends the required (2) consecutive general membership meetings. The Recording Secretary shall keep attendance records at all meetings.

ARTICLE IV – GOVERNMENT

A. **BOARD OF DIRECTORS.** The overall government of the Association shall be under the direction of the Board of Directors (“Board”). The Board Members shall consist of “Elected Board Members,” and “Appointed Board Members,”.

1. The Board shall consist of the following elected positions referred to herein as the “Elected Board Members”:

President

Vice President

Treasurer

Recording Secretary

Communications Coordinator

Football Coordinator

Cheerleading Coordinator

Security and Clearance Coordinator

Facilities Coordinator

Auxiliary Board Member

Concession Coordinator

Any other position, as deemed necessary

2. In addition to the Elected Board Members, the Board may consist of the following non-elected positions (“Appointed Board Members”):

Equipment Manager

Assistant Cheerleading Coordinator

Assistant Football Coordinator

Capital Improvements Chairperson

Concessions Co-Coordinator

The Cheerleading Coordinator shall nominate the Assistant Cheerleading Coordinator and the Football Coordinator shall nominate the Assistant Football Coordinator. Any Board Member may nominate an

individual for the remaining Appointed Board Member positions. All nominations must be voted upon and approved by the Board.

3. Each Board of Director shall have the duties and responsibilities set forth in Exhibit A attached to these By-Laws and made a part hereof. Committees not otherwise provided for in these By-Laws may be formed by the Association on a permanent or ad-hoc basis. Such committee appointments are at the discretion of the Board.
4. All Board Members shall be Members of the Association as of the November elections.

B. MEETINGS OF THE BOARD.

1. The Board of Directors shall meet privately on a monthly basis from January through December to conduct Board meetings at a time and place established by the President.
2. During the months of February through November, the Association shall hold monthly public general membership meetings at a time and in a public place announced in advance by the Board of Directors.
3. Special meetings may be called at any time by the President or upon written request of at least three (3) members of the Board of Directors.

C. **QUORUM.** No business may be conducted at any meeting of the Board of Directors, general or called, at which less than 6/10 of the Elected Board Members are present.

D. **SIMPLE MAJORITY REQUIRED.** Unless otherwise specified in these By-Laws or otherwise required by law, any action placed before the Board of Directors shall be considered duly taken, adopted, or ratified if a simple majority of votes are cast in favor of the action at a meeting at which a quorum of Board Members were present. Abstention votes do not count in the tally. President does not have a vote, unless there is a tie, the President shall break the tie.

E. **ACTIONS BY CONSENT.** In addition to actions at Board Meetings or the general meetings, the Board may take any action by consent that it is authorized to take at any meeting of the Board. For an action by consent to be valid, the President shall provide written notice of the proposed action to the Board. The action shall be approved by written consent of a majority of the Board.

F. **PARLIAMENTARY PROCEDURE AND ORDER OF BUSINESS.** All meetings shall be governed by the rules of parliamentary procedures. Robert's Rules of Order shall govern questions of procedures. **CONFLICTS OF INTEREST.** No Board Member shall vote on an issue if he/she has a conflict of interest. If a Board Member has a conflict of interest, then he/she must abstain from the vote. If the existence of a conflict of interest is in dispute, the Board shall vote as to whether a conflict exists.

G. **MINUTES.** The Recording Secretary shall take minutes of each general meeting and Board Meeting. The Recording Secretary shall maintain copies all minutes and the minutes shall be published on the Association's website.

H. **ELECTIONS.** Elections of the Elected Board Members shall be as follows:

1. Election of Elected Board Members shall take place at the November general membership meeting.

2. The Recording Secretary shall accept nominations for Board positions commencing at the conclusion of the October general meeting and ending one week prior to the November general meeting. Candidates must accept or decline their nomination at least three days prior to the election at the November general meeting. An individual may only accept one nomination of a Board position.
3. At the November general meeting, the Voting Members shall vote on the nominations. The election ballot shall list names of all candidates that have accepted nominations for Board positions. The election ballot shall only allow for a write-in candidate in the event that a Board position remains vacant at the deadline of the nomination process. New nominations from the floor of the November general meeting shall only be taken if no nominations have been accepted prior to the election.
4. The Elected Board Members shall be elected by a simple majority of votes cast in their favor by the Voting Members present at the November general meeting.
5. The terms of the newly elected Board Members shall run from the close of the December general meeting through the following December general meeting. Any Elected Board Member position left vacant after the election shall be filled through an appointment of the newly elected President and approval by the newly elected Board.

I. RESIGNATION/REMOVAL.

1. Any Board Member may resign at any time by giving notice to the Board. Such resignation shall take effect on the date of receipt unless otherwise specified by the Board.
2. All Elected or Appointed Board Members may be removed from their positions for reasonable cause by a vote of seventy-five percent (75%) of the Board. The date of removal shall be noted in the minutes of the meeting during which the action was taken, and the former Board Member shall be notified in writing of his/her discharge.
3. The President shall appoint an individual to fill any position vacated by a Board Member, whether by resignation or removal. Any such appointment must be approved by the Board.

ARTICLE V - FINANCIAL POLICY

- A. **ASSOCIATION ACCOUNTS.** All funds of the Association shall be deposited and maintained in insured depository accounts, checking or savings. All such accounts shall be maintained in the name of the Association. All revenues and expenditures are to be deposited and disbursed from a common treasury. Additional interest-bearing accounts or bank certificates of deposits may be established to hold funds for future expenditures. The President, the Vice President, the Recording Secretary, and the Treasurer shall be the sole authorized signatures for withdrawal of Association funds. The Treasurer shall have the responsibility of depositing and accounting for all Association monies. The Association may establish Rules regarding its financial policies.
- B. **FISCAL YEAR.** The fiscal year of the Association shall begin January 1st and end December 31st, and may be changed, as the Board shall decide at any time.

- C. **COMPENSATION.** The Board Members shall not receive compensation for their services, but may be reimbursed upon Board approval for expenditures related to the Association.

ARTICLE VI – POWERS OF THE ASSOCIATION

- A. **GENERAL POWERS OF THE ASSOCIATION.** In addition to the powers enumerated in these By-Laws, the Association shall have the following general powers:
1. The power to schedule and to conduct practices, games, competitions, or related activities for its Members, Participants and teams.
 2. The power to resolve all disputes and controversies regarding its Members, Coaches, and Participants, including the power to suspend or expel any Participant, Member, or Coach, for cause shown, from participation in the Association and its scheduled or sanctioned events.
 3. The power to promulgate policies and rules governing all competitive play by the participants and teams of the Association, including the setting of equipment standards.
 4. The power to conduct clinics or other instructional programs for Participants or Coaches.
 5. The power to establish minimum standards of competency and experience for Coaches.
 6. The power to obtain and maintain membership in any amateur youth football association, including the power to send appropriate Board Members and coaches to meetings of all such organizations.
 7. The power to establish rules of conduct for its Members, Participants and Coaches.
 8. The power to conduct financial activity as the Association deems reasonable and necessary to further its objectives.
 9. The power to purchase any and all assets as the Association deems reasonable and necessary to further its objectives, including but not limited to uniforms, equipment, and supplies.
 10. The power to enter into contracts as the Association deems reasonable and necessary to further its objectives.
 11. Any and all powers that are necessary, incident to, inherent, or implied by these By-Laws or to fulfilling the Association's purposes and objectives.
- B. **POLICIES, RULES AND REGULATIONS.** The Board shall have the power and the duty to promulgate "General Rules and Policies" governing Association's activities. The General Rules and Policies" shall be published on the Association's website and made available to all Members.
- C. **LIMITATIONS ON SELF DEALING.** The Association shall not enter into any contract or financial transaction, or series of contracts or transactions, with any Board Member, immediate family member of any Board Member, or any company or entity at which a Board Member is employed or has an ownership interest (excluding publicly traded companies), where the contract or financial transaction, or series of contracts or transactions, has an aggregate annual value of

greater than \$500.

ARTICLE VII - DISCIPLINE

- A. **DISCIPLINE.** The Association is committed to an environment in which all people are treated with respect and dignity. Each individual has a right to an environment that is free from sexual harassment, intimidation, and the threat of physical or psychological abuse. Therefore, the Association expects that all individuals conduct themselves in a courteous, professional manner and all relationships within the association be free from harassment. Persons accused of violating this standard shall be given an opportunity to be reviewed by the Board. People found to be in violation of this standard shall be disciplined, which may include expulsion or prohibition from participating in Association activities indefinitely. The Board shall establish disciplinary Rules with respect to this policy.

ARTICLE VIII – GENERAL PROVISIONS

- A. **DISTRIBUTION OF ASSETS UPON DISSOLUTION OF THE ASSOCIATION.** In the event that the Association shall be dissolved or wound up at any time, then all of the assets of the Association remaining after provision has been made for payment of its known debts and liabilities, as provided by law, shall be distributed exclusively to and become the property of those non-profit corporations as determined by the Board of Directors with purposes similar to those of the Association set forth Article Two and which are exempt from federal income tax under section 501 of the Code. In the event that such non-profit corporations no longer exists or no longer qualify as exempt organizations under Section 501 of the Code, said assets shall be transferred to such non-profit funds, foundations or corporations as shall be selected and designated by the Board of Directors of the Association, and which shall at that time qualify as an exempt organization or organizations under Section 501 of the Code. Any such assets not so disposed of shall be disposed of as directed by a court of competent jurisdiction, to non-profit, tax-exempt organizations providing for the recreation and well-being of the youth of the Commonwealth of Pennsylvania. No private individuals shall share in the distribution of any corporate assets upon dissolution of the Association. References in these By-Laws to a section of the Code shall be construed to refer both to such Section and to regulations promulgated there under, as they now exist or may hereafter be amended in this or in subsequent Internal Revenue laws.
- B. **BY-LAWS/AMENDMENTS.** These By-Laws may be amended by a majority vote of the Board of Directors of the Association. Provided however, any such vote must take place at a general membership meeting with at least seven days' notice of any proposed amendment to the Members. The Recording Secretary shall maintain a copy of these By-Laws and any amendments thereto, which shall also be published on the Association's website and accessible to the Members.
- C. **NON-DISCRIMINATION.** The Association does not and shall not discriminate on the basis of race, color, religious belief, sex or national origin.
- D. **EFFECTIVE DATE.** These By-Laws shall become effective upon the adoption by a majority of the Board of Directors of the Association.
- E. **NOTICE.** Where these By-Laws or the General Rules and Policies require written notice, or require an action to be in writing, an email (and any response

thereto) to the address on file with the Association shall be sufficient to satisfy any such requirement.

