

BYLAWS
OF
Yorkville Youth Tackle Football & Cheerleading
An Illinois Not For Profit Corporation

Updated **May 24, 2024**
ARTICLE ONE
OFFICES

SECTION 1.1: *Principal Organizational Address.* The principal organizational address shall be P.O. Box 764, in the City of Yorkville, County of Kendall.

SECTION 1.2: *Other Offices.* The corporation may have other offices, either within or without the County of Kendall, State of Illinois, as determined by the board of directors.

ARTICLE TWO
MEMBERSHIP

SECTION 2.1: *Classes of Membership.* The corporation shall have no members.

ARTICLE THREE
DIRECTORS

SECTION 3.1: *Number.* The authorized number of Board Members of this corporation shall be no less than 9 and no more than 11. The authorized number must remain an odd number of directors.

SECTION 3.2: *Qualifications of Board Members.* Board Members must have at least 1 year of service as a committee chairman or football/cheerleading level coach.

3.2.1 In the event there is an insufficient number of board members, and an insufficient number of qualified applicants, time of service and/or service role requirement exceptions can be made, by majority vote of the board, to satisfy Board Member minimum.

Section 3.3: *Term of Office.* The term of office of each Board Member shall be two (2) years. The president may serve for 3 years prior to reappointment.

Section 3.4: *Powers.* Except as otherwise provided in the articles of incorporation, or by the law, the powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the board of directors, which may, however, delegate the performance of any duties or the exercise of any powers to officers and agents which the board, by resolution, designates.

Section 3.5: *Replacement of Board Members.*

- 3.5.1: Whenever a vacancy exists on the board of members, whether by death, resignation, or otherwise, the vacancy shall be filled by election of a new board member by an electorate made up of the existing board members as defined at the time of election. If that power is not exercised within ninety (90) days after the president receives notice of the vacancy, an appointment will be made by a majority of the remaining board members at a regular or special meeting of the board. Any person appointed or elected to fill the vacancy of a board member shall have the same qualifications as were required of the member whose office was vacated.
- 3.5.2: Any board member may be removed, with or without cause, by the vote of equal to or greater than two-thirds votes of the board at a special meeting called for that purpose. At any such meeting, any vacancy caused by the removal may be filled as stated above.
- 3.5.3: Any person appointed or elected to fill a vacancy in the board shall hold office for the unexpired term of his or her predecessor in office, subject to the power of removal stated above.

Section 3.6: *Compensation.* No board member shall receive compensation from the corporation.

Section 3.7: *Meetings.*

- 3.7.1: Meetings shall be held at a place designated by resolution of the board; or, in the absence of a designation, at the principal office of the corporation.
- 3.7.2: Regular meetings shall be held as prescribed by the board. Notice of regular meetings shall be assigned by the secretary and communicated to each board member not less than three (3) days before the date of the meeting. However, an emergency meeting may be called if information arises that is of an emergent matter.
- 3.7.3: The president may, as the president deems necessary, and the secretary shall, if so requested in writing by a majority of the members of the board, call a special meeting of the board. In this event when possible, two (2) days written notice to each director shall be deemed sufficient.
- 3.7.4: A quorum defined as two-thirds of the members for the transaction of business at any meeting of the board. However, if less than a majority of the directors are present at any meeting a majority of the directors present may adjourn the meeting without further notice.

- 3.7.5: Except as otherwise provided in these bylaws, or in the articles of incorporation of this corporation, or by law, the act of a majority of board members present at any meeting at which a quorum is present shall be the act of the board.
- 3.7.6: All meetings of the board shall be governed by Robert's Rules of Order, including any published revisions of those rules, and except as those rules are inconsistent with these bylaws, with the articles of incorporation of this corporation, or with applicable law.
- 3.7.7: If so determined by the President, an "E-meeting" may be carried out and a vote and action taken provided all board members respond to the electronic notice.
- 3.7.8: Board member are required to attend 80% of scheduled board meeting (in-person or virtually) and cannot be absent more than (2) consecutive scheduled meetings.

Section 3.8: *Action Without Meeting.* No meeting need be held by the board to take any action required or permitted to be taken by law, provided all members of the board individually or collectively consent in writing to the action, and their written consent or consents are filed with the minutes of the proceedings of the board. Action by written consent shall have the same force and effect as action by unanimous vote of the board members. Any certificate or other document filed under any provision of law which relates to actions taken shall state that the action was taken by unanimous written consent of the board without a meeting, and that the bylaws authorize the board members to act so. Such a statement shall be prima facie evidence of that authority.

Section 3.9: *Liability of Board Members.* The board members of this corporation shall not be personally liable for its debts, liabilities, or other obligations.

ARTICLE FOUR OFFICERS

Section 4.1: *Designation of Officers.* The officers of the corporation shall be a President, one or more Vice-Presidents (as determined by the board of directors), Secretary, Treasurer and any other officers elected in accordance with the provisions of this article. The board members may elect or appoint other officers, including one or more assistant secretaries, and one or more assistant treasurers, as it deems desirable, and these officers have the authority to perform the duties prescribed by the board. Any two or more offices may be held by the same person, except the offices of president and secretary. The offices, with voting rights, consist of the following:

- President
- Vice-President of Football
- Vice President of Cheerleading
- Treasurer
- Secretary
- Director of Football
- Director of Cheerleading
- Conduct & Ethics Director
- Scholastics Director
- Volunteers Director
- IT Director

Section 4.2: *Election and Term of Office.* The officers of this corporation shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of officers is not held at the annual meeting, the election must be held on the soonest convenient date. New offices may be created and filled at any meeting of the board. Each officer shall hold office until his or her successor has been duly elected and qualified.

Section 4.3: *Removal.* Any officer elected or appointed by the board may be removed by the board whenever in its judgment the interests of the corporation would be best served. Any such removal is without prejudice to the contract rights of any of the officers being removed.

Section 4.4: *Vacancies.* A vacancy in any office, whether due to death, resignation, removal, disqualification, or otherwise, may be filled by the board for the unexpired portion of the term.

Section 4.5: *President.* The president shall be the chief executive officer of the corporation, and shall exercise general supervision and control over all activities of the corporation. The president:

- 4.5.1: Shall preside at all meetings of members;
- 4.5.2: May sign, with the secretary or other officer authorized by the board, any deeds, mortgages, bonds, contracts, or other instruments the execution of which has been authorized by the board, except in cases where the signing and executing of those instruments has been expressly delegated by the board by these bylaws, or to some other officer or agent of the corporation by law; and
- 4.5.3: Shall perform all other duties generally incident to the office of president and any other duties prescribed by the board.

Section 4.6: *Vice-President Football.* In the absence of the president or in the event of the president's inability or refusal to act, the Vice-President of Football shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. Duties will also include establishing a nominating committee made up of no less than 3 established committee members or football/cheerleading level representatives to hear and determine credentials of candidates for the nominees for Board vacancies. Any vice-president shall perform additional duties assigned to him or her by the president or by the board.

Section 4.7: *Vice-President Cheerleading.* The Vice-President of Cheerleading shall execute the following duties with diligence and accountability:

- 4.7.1: Ensure all required league and organizational tasks are completed in required time frame.
- 4.7.2: Manage the development of the annual budget for all cheerleading related items and communicate any mid-year changes to the board for review and approval.

- 4.7.3: Manage the development of a full equipment/uniform requirement list prior to registration and communicate any mid-year changes to the board for review and approval.
- 4.7.4: Oversee Equipment Manager duties and ensure proper inventory of all cheer related items is performed on an annual basis.
- 4.7.5: Any vice-president shall perform additional duties assigned to him or her by the president or by the board.

Section 4.8: *Treasurer.* The treasurer shall execute the following duties with diligence and accountability:

- 4.8.1: Give a bond for the faithful discharge of the treasurer's duties in a sum and with surety or sureties deemed appropriate by the board;
- 4.8.2: Have charge and custody of, and be responsible for, all funds and securities of the corporation;
- 4.8.3: Receive and give receipts for moneys due and payable to the corporation from any source and deposit all such moneys in the name of the corporation in banks, trust companies, or other depositories selected by the board; and
- 4.8.4: Perform all duties generally incident to the office of treasurer and any other duties assigned to the treasurer by the president or by the board.
- 4.8.5: Report on current financial standings at each board meeting.

Section 4.9: *Secretary.* The Secretary shall execute the following duties with diligence and accountability:

- 4.9.1: Keep the minutes of meetings of members and of the board, in one or more books provided for that purpose;
- 4.9.2: See that all notices are duly given in accordance with these bylaws or as required by law;
- 4.9.3: Be custodian of the corporate records and of the seal of corporation;
- 4.9.4: Keep a membership book containing the names and addresses of all members and board members of the corporation, and with respect to any membership which has been terminated, record that fact together with the date of termination; and
- 4.9.5: Exhibit to any board member of the corporation, or to a board member's agent, or to any person or agency authorized by law to inspect them, at all reasonable times and on demand, these bylaws, the articles of incorporation, the membership book, the minutes of any meeting, and the other record of the corporation.
- 4.9.6: Notify Board Members and committee members of meetings.
- 4.9.7: Oversee Fundraising Chair activities and ensure fundraising efforts are communicated to the board

Section 4.10: *Director of Football.* The Director of Football shall execute the following duties with diligence and accountability:

- 4.10.1: Responsible for reporting on Football activities, coaches, code of

conduct, and gamesmanship on the playing field.

4.10.2: Manager of Football Coaching operations; providing practice/game schedule information, guidelines, and other resources to coaches

4.10.3: Resource to coaching staff for development tools; i.e. Playbooks, practice equipment, player evaluations, etc.

Section 4.11: Director of *Cheerleading*. The Director of Cheerleading shall execute the following duties with diligence and accountability:

4.11.1: Responsible for reporting on cheerleading activities, coaches, code of conduct, and gamesmanship on the playing field or competition space.

Section 4.12: *Conduct & Ethics Director*. The Conduct & Ethics Director shall execute the following duties with diligence and accountability:

4.12.1: Investigate any reported or suspected violations or the organization's Code of Conduct or suspected unethical behavior of any member of the organization.

4.12.2: Communication any reports or suspected unethical activity to the board, along with details of any performed investigations.

Section 4.13: *Scholastics Director*. The Scholastics Director shall execute the following duties with diligence and accountability:

4.13.1: Ensuring compliance with Pop Warner academic standards and reporting requirements.

4.13.2: Facilitating communication between the organization and Pop Warner regarding All-American Scholar initiatives.

4.13.3: Recognizing and rewarding academic achievements within the organization.

Section 4.14: *Volunteers Director*. The Volunteers Director shall execute the following duties with diligence and accountability:

4.14.1: Oversee DIBS Coordinator to meticulously manage all volunteer-related tasks, encompassing check collection, ensuring punctual completion of volunteer hours, meticulous maintenance of the Sports Connect system, and seamless coordination of game day volunteers.

4.14.2: Oversee the Concessions Chair to ensure meticulous inventory management, proficient game day support arrangement, functional transaction systems, and effective communication of any changes or updates to the Board.

4.14.3: After the Dibs Coordinator's review, assume ultimate responsibility at the end of each season to meticulously verify compliance with volunteer requirements, ensuring accuracy and integrity before disbursing or returning funds. This final check is essential for upholding organizational standards and ensuring financial accountability.

Section 4.15: *IT Director*. The IT Director shall execute the following duties with diligence and accountability:

- 4.15.1: Manage the organization's website and social media pages
- 4.15.2: Manage functionality aspects of the organization's Sports Connect, Cover and all other IT related accounts as needed

Section 4.16: Assistant Treasurers and Assistant Secretaries. The assistant treasurers and assistant secretaries, in general, shall perform any duties assigned to them by the board, the president, the treasurer, or the secretary of the corporation. If it is required by the board, the assistant treasurers shall give bonds for the faithful discharge of their duties in sums and with sureties deemed appropriate by the board.

ARTICLE FIVE COMMITTEES

Section 5.1: Executive Committees. By majority vote of the board members in office, the board may, by resolution, establish one or more committees, each of which shall be headed by a Board Member or chairperson, which committees, to the extent provided by the resolution, shall have and exercise the authority of the board in the management of the corporation; provided, however, that the designation of and delegation of authority to committees shall not relieve the board, or any board member individually, of any responsibility imposed on the board or any individual board member by these bylaws, or by law.

Committees may include, but are not limited to:

- Football
- Cheerleading
- Game Day
- Equipment
- Spirit wear
- Volunteer
- Registration
- Concessions
- Team Moms
- Website and Communications
- Fundraising

ARTICLE SIX CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 6.1: Contracts. The board members may, by resolution, authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the corporation. This authority may be general, or confined to specific instances.

Section 6.2: *Gifts and Contributions*. The board members, or an executive committee may:

- 6.2.1: Accept on behalf of the corporation any contribution, gift, bequest, or devise of any type of property (donations) for the general and special charitable purposes of the corporation, on terms approved by the board or committee;
- 6.2.2: Hold funds or property in the name of the corporation or of a nominee or nominees appointed by the board or committee;
- 6.2.3: Collect and receive the income from funds or property;
- 6.2.4: Devote the principal or income from donations to benevolent and charitable purposes designated by the board or committee; and
- 6.2.5: Enter into an agreement with any donor to continue to devote the principal or income from the donation to a particular purpose designated by the donor and after approval of the agreement by the board or committee, devote the principal or income from that donation according to the agreement.

Section 6.3: *Deposits*. All funds of the corporation shall be deposited to the credit of the corporation in banks, trust companies, or other depositories selected by the board.

Section 6.4: *Checks, Drafts, Orders for Payment*. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the corporation shall be signed by the officer or officers, agent or agents of the corporation and in the manner determined by the resolution of the board. In the absence of such determination, these instruments shall be signed by the treasurer or an assistant treasurer, and countersigned by the president or vice-president of the corporation. Any payout from YYTF that is anticipated to be greater than \$500 must receive approval from the Board. All transactions, regardless of dollar value, must be communicated to board, in writing, prior to taking place.

ARTICLE SEVEN MISCELLANEOUS

Section 7.1: *Books and Records*. The corporation shall prepare and maintain correct and complete books and records of account and shall also keep minutes of the meetings of its members, board, and committees, and shall keep at the registered or principal office a membership book giving the names and addresses of members entitled to vote. All books and records of the corporation may be inspected by any board member, or member, or the agent or attorney of either, or any proper person at any reasonable time.

Section 7.2: *Fiscal Year*. The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

Section 7.3: *Corporate Seal.* The board shall provide a corporate seal described as follows: Yorkville Youth Tackle Football, Inc.

Section 7.4: *Waiver of Notice.* Whenever any notice is required to be given under the provisions of the General Not for Profit Corporation Act of Illinois or under the provisions of the articles of incorporation or the bylaws of this corporation, a written waiver of notice signed by the person or persons entitled to notice, whether before or after the time stated, shall be deemed equivalent to the giving of notice.

ARTICLE EIGHT AMENDMENTS

Section 8.1: *Power of Board Members To Amend Bylaws.* Subject to the limitations of the articles of incorporation, these bylaws, and the General Not-For-Profit Corporation Act of Illinois concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of the corporation may be amended, repealed, or added to, or new bylaws may be adopted, by a resolution of the board.