

*CONSTITUTION AND BY-LAWS OF THE*

***PENNDEL WILDCATS ATHLETIC ASSOCIATION***

***PREAMBLE***

With the object in view of stimulating greater interest and development in young boys and girls and creating an enthusiasm, which by reason of our example, will service to awaken a spirit of emulation and cooperation to develop sound minds and healthy bodies, we do hereby form ourselves into the Penndel Wildcats Athletic Association.

***CONSTITUTION***

***ARTICLE I: NAME***

**Section 1.01** The name of this organization shall be the Penndel Wildcats Athletic Association, henceforth referred to as the Association.

***ARTICLE II: PURPOSE***

**Section 2.01** The purpose of this Association Shall be to provide the youth of its area an opportunity to participate in an extensive program of well organized, well supervised, well equipped competitive sports activities.

**Section 2.02** The Association is a non-profit organization. The main goal of the Association shall be to administer amateur athletics among the youth in an effort to build character, citizenship and spirit of cooperation among its teams and players and to encourage good sportsmanship on and off the playing field.

***ARTICLE III: MEMBERSHIP***

**Section 3.01** All parents of children registered in any program must be members of the Association. Membership must be renewed annually. No person shall be refused membership because of nationality, race, color, or religious belief. However, membership is expressly denied to any individual less than 19 years of age, or anyone who is a member of any organization listed by the United States Government as subversive. Membership may also be denied based on prior conduct determined to be inappropriate by the Board of Directors.

**Section 3.02** Voting privileges in the Association will be extended only to those members having attended a minimum of six (6) General Membership meetings during the preceding twelve (12) month period. Attendance by either husband or wife will constitute attendance by both. Each family has but one (1) vote. Special exceptions can be made by a majority vote of the eligible members.

#### ***ARTICLE IV: FINANCES***

**Section 4.01** Membership dues will be collected, per family, at the time of registration unless previously paid in the same calendar year. In addition, a sport registration fee will be paid for each child participating in an Association sponsored activity. In cases of need, these fees can be waived by majority vote of the Board of Directors.

**Section 4.02** The Association, through its Board of Directors, is the responsible and ruling body in all financial matters, both fund raising and expenditures, for the Association.

**Section 4.03** Any member of the Board of Directors may propose a contract with companies or individuals in the name of the Association and may enter into said contract only with the approval of the Board of Directors.

**Section 4.04** The books and records of the Association shall be audited twice per year; each May by an independent accounting firm and each November by a committee appointed by the Board of Directors.

#### ***ARTICLE V: GOVERNMENT***

**Section 5.01** The Association shall be the parent organization of the following semi-autonomous groups: 1) Baseball, 2) Softball, 3) Football, 4) Field Cheerleading, 5) Competition Cheerleading, 6) Auxiliary, 7) Any other program sponsored by the Association.

**Section 5.02** The government of the Association shall be vested in the official representatives of the member groups, selected from the general membership at the beginning of each calendar year and approved by the Executive Board. It shall also be vested in the Association President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary and Treasurer, elected from and by the General Membership. They shall be known specifically as the Board of Directors and shall serve one term, if so elected as outlined in this constitution.

**Section 5.03** The Executive Board will consist of the following: 1) the Association President, 2) the Association 1<sup>st</sup> Vice President, 3) the Association 2<sup>nd</sup> Vice President, 4) the Association Secretary, 5) the Association Treasurer.

**Section 5.04** The Board of Directors will consist of the Executive Board, the Officers of the Auxiliary; and the Vice President of any program sponsored by the Association.

**Section 5.05** The Board of Directors will govern all matters concerning fund raising; expenditures; contracts; care, maintenance and repair of the facilities; allocation of playing areas to groups; all matters pertaining to two or more groups; coordination of schedules; any other matters specifically authorized by the majority of the General Membership.

**Section 5.06** Group internal matters will be governed by the group concerned.

**Section 5.07** The Auxiliary shall be allowed to retain a sum of money as permitted by the Board of Directors.

#### ***ARTICLE VI: OFFICERS***

**Section 6.01** The Association President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, and Treasurer shall be elected by and from the General Membership.

**Section 6.02** The Association President, at the September meeting, will appoint a nominating committee of one person from each program. Nominations will be considered for all expiring terms. The recommendations for the vacating offices of President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary and Treasurer will be presented to the General Membership at the October meeting at which time the General Membership will be permitted nominations from the floor.

**Section 6.03** Nominees from the floor must be individuals who have demonstrated their genuine desire during the past year to participate actively in the Association. The nominating committee, prior to the November meeting, will rule on any challenges to this qualification. The elections will take place at the December General Membership meeting.

#### ***ARTICLE VII: MEETINGS***

**Section 7.01** General Membership meetings shall be held once each month at a place and time designated by the Association President.

**Section 7.02** Board of Directors meetings shall be held once each month, or at the discretion of the Association President, or at the request of one-third of the members of the Board of Directors.

**Section 7.03** The Board of Directors meeting must be chaired by the Association President or, in his absence, the 1<sup>st</sup> Vice President.

**Section 7.04** Group meetings shall be held in accordance with their own by-laws.

## ***BY-LAWS***

### ***ARTICLE I: DUTIES OF OFFICERS***

**Section 1.01** The Association President shall:

- (a) Preside over all joint meetings in which two or more groups are represented, act as chairman of any arbitration committee and perform such executive and administrative work as would naturally fall within the duties of his office.
- (b) Be invited to attend all group meetings.
- (c) Be vested with the authority to supervise the general activities of the Association, and to enforce compliance with the Constitution and By-Laws of the Association.
- (d) Be one of the two signatures (his or his 1<sup>st</sup> Vice President) together with that of the Association Treasurer required on all checks dispersed by the Association.
- (e) Appoint for the Board of Directors approval, all standing committees; including but not limited to fundraising, ways and means, building, grounds, budget, planning, publicity, local government, scholastic activities, and additional committees as he deems needful at any time.
- (f) The President must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (g) The 1st Vice President will fill any vacancy in the office of the President until such time as the General Membership elects a new President, thus beginning a new term.
- (h) TERM: 2 years.

**Section 1.02** The Association 1<sup>st</sup> Vice President shall:

- (a) In the absence of the Association President, exercise all of the functions of the President and shall be vested with all of his powers.
- (b) Be one of the two signatures (his or the President's), together with that of the Association Treasurer, required on all checks dispersed by the Association.
- (c) Develop and implement special events/activities for fund-raising campaigns to assist in supporting the financial needs of the Association
- (d) Supervise individuals or fund-raising teams who undertake the details of a specific fund-raising activity or event.
- (e) Track all Association fund-raising finances and provide status reports to the Association Board of Directors.
- (f) The 2<sup>nd</sup> Vice President will fill any vacancy in the office of the 1<sup>st</sup> Vice President until such time as the General Membership elects a new 1<sup>st</sup> Vice President, thus beginning a new term.
- (g) The 1<sup>st</sup> Vice President must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (h) TERM: 2 years.

**Section 1.03** The Association 2<sup>nd</sup> Vice President shall:

- (a) In the absence of the Association 1<sup>st</sup> Vice President, exercise all of the functions of the 1<sup>st</sup> Vice President and shall be vested with all of his powers.
- (b) Be responsible for the organization and operation of special programs, including Executive Oversight of the Treasurer, as directed by the President or 1<sup>st</sup> Vice President.
- (c) Be responsible for updating and maintaining the Association's website. The 2<sup>nd</sup> Vice President may locate and manage volunteers for this purpose.
- (d) Any vacancy in this office will be filled by appointment of the President and approved by the Board of Directors until such time as the General Membership elects a new 2<sup>nd</sup> Vice President, thus beginning a new term.
- (e) The 2<sup>nd</sup> Vice President must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (f) TERM: 2 years.

**Section 1.04** The Association Secretary shall:

- (a) Have the responsibility to maintain and safeguard all records of the Association.
- (b) Shall keep an accurate record of all meetings including the attendance of the General Membership (for voting purposes) and track terms of all elected and appointed officers.
- (c) Be responsible for all correspondence and the distribution of mail from the Association.
- (d) Shall inform the members of the Executive and General Board of Directors of all meetings and changes in scheduled meetings and shall request public notification by the 2<sup>nd</sup> Vice President.
- (e) Any vacancy in this office will be filled by appointment of the President and approved by the Board of Directors until such time as a the General Membership elects a new Secretary, thus beginning a new term.
- (f) The Secretary must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (g) TERM: 2 years.

**Section 1.05** The Association Treasurer shall:

- (a) Have charge of all funds of the Association (except those raised by and for the use of Competition Cheerleading and the Auxiliary) using a bank designated by the Executive Board.
- (b) Be one of the two authorized signatures (together with that of the Association President or 1<sup>st</sup> Vice President) on all checks dispersed by the Association
- (c) Keep accurate records of accounts, which shall be open to inspection by the Board of Directors and General Membership upon request.
- (d) Give a current financial statement at each General Membership and/or regular monthly Board of Directors meeting. In addition, he shall submit financial statements to the General Membership within sixty (60) days of the end of the fiscal year.
- (e) Serve as chairman of the budget committee and submit an annual budget to the Board of Directors at the March meeting each year.
- (f) Submit books and records of the Association for audit twice per year; each May by an independent accounting firm and each November by a committee appointed by the Board of Directors.
- (g) Be responsible for the renewal of all insurance policies held by the Association.

- (h) Be responsible for the renewal of the gaming license required for certain fund-raising events.
- (i) Be responsible for the collection of mail from the Association's post office box.
- (j) Any vacancy in this office will be filled by appointment of the President and approved by the Board of Directors until such time as the General Membership elects a new treasurer, thus beginning a new term.
- (k) The Treasurer must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (l) TERM: 2 years.

**Section 1.06** Vice Presidents of Sponsored Programs shall:

- (a) Be appointed by the President and approved by the Executive Board of Directors.
- (b) Be responsible for the organization and operation of all player registration activities, including collection of fees and records, for the Association.
- (c) Be responsible for collecting copies of all documents required by the Association and any leagues in which the Association participates.
- (d) Be responsible for assigning players/participants to the proper teams/squads in accordance with the governing rules and regulations. (Any conflict or questions on the placement of players/participants will be resolved by the President after consultations with all involved parties; including but not limited to Vice Presidents, coaches and parents.)
- (e) Be responsible for the certification of all Association members and coaches who are required to be certified. Will also coordinate all coaches training activities.
- (f) Share responsibilities with the other Vice Presidents of Sponsored Programs for field use decisions during practice.
- (g) Have final responsibility on field use or postponement of scheduled practices/games after consultation with the President, 1<sup>st</sup> Vice President and coaches.
- (h) Be responsible for submitting an annual budget pertaining to their specific program, at the February meeting, to the Board of Directors for approval.
- (i) Be responsible for the acquisition and maintenance of all equipment, including uniforms, pertaining their specific program.
- (j) Be responsible for development, maintenance, and amendment of by-laws pertaining to their specific program.

- (k) Any vacancy in this office will be filled by appointment of the President and approved by the Board of Directors, thus starting a new term.
- (l) The Vice President of a Sponsored Program must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (m) TERM: 2 years.

**Section 1.07 Vice President – Auxiliary shall:**

- (a) Be appointed by the President and approved by the Executive Board of Directors.
- (b) Be responsible for the organization, maintenance and operation of the snack stand and its equipment/inventory.
- (c) Be responsible for all financial matters pertaining to the operation of the stand including, but not limited to, payment of invoices and balancing of checking account.
- (d) Submit accounting records for review upon request of any Board Member.
- (e) Locate and manage volunteers suited to achieve the duties of this office.
- (f) Any vacancy in this office will be filled by appointment of the President and approved by the Board of Directors, thus starting a new term.
- (g) The Vice President of Auxiliary must attend a minimum of nine (9) General Membership meetings annually or 66% of those association meetings scheduled between January 1 and December 31. Exceptions to this requirement must be presented in writing and approved by 75% of voting eligible members of the Board of Directors.
- (h) TERM: 2 years.

***ARTILCLE II: BOARD OF DIRECTORS***

**Section 2.01** The Board of Directors shall rule on all matters authorized for them under the Association Constitution and By-Laws or proposed at regular General Membership meetings.

**Section 2.02** A majority of the Board must be present in order to vote on any motion. No absentee votes will be accepted under any circumstances. A majority vote of those in attendance may decide any questions within the power of the Board of Directors. Each individual on the Board of Directors will have only one vote regardless of the number of offices that individual may hold.

**Section 2.03** At Board of Directors meetings, the Association President shall only vote in case of ties.

### ***ARTICLE III: GENERAL MEMBERSHIP***

**Section 3.01** Proposals may be presented to the Board of Directors for action by a majority vote of the General Membership at any regular General Membership Meeting.

**Section 3.02** Any proposal sent to the Board of Directors by the General Membership must be taken under consideration at the next Board of Directors Meeting.

**Section 3.03** Any such proposal not favorably considered (vetoed) or not acted upon by the Board of Directors, will be re-submitted to the General Membership at the next General Membership meeting where it will be discussed and voted upon. A majority vote will carry the proposal over the Board of Directors veto or non-action.

### ***ARTICLE IV: MEMBERSHIP***

**Section 4.01** Only members in good standing may hold an official capacity in the Association or any of its member groups. Club requirements must be met to be a member in good standing.

**Section 4.02** Members and officers may be removed from office or an area of responsibility by a three-fourths vote of the Board of Directors. Upon receipt, by the Board of Directors, of written complaint of conduct on the part of any member, which is likely to reflect unfavorably upon the Association, such member may be expelled. Any member complained of shall have the right to be heard in his own behalf.

**Section 4.03** The Member or Officer accused is to be notified in writing of all charges being brought forth. At least seven days written notice shall be given as to the date, time and place of the hearing before the Board of Directors.

**Section 4.04** Any hearing will be held in a private meeting before the Board of Directors.

### ***ARTICLE V: TERMINATION OF OFFICE***

**Section 5.01** All offices shall be vacated at the end of their elected term.

**Section 5.02** All resignations shall be submitted in writing to the Executive Board of Directors and read by the Secretary at the following General Membership Meeting.

## ***ARTICLE VI: PROCEDURE OF BUSINESS***

**Section 6.01** Robert's Rules of Order shall govern all matters pertaining to the Penn del Wildcats Athletic Association, except where there is a conflict with the articles specified herein.

## ***ARTICLE VII: AUTHORIZATIONS***

**Section 7.01** No officer or member of the Association shall be personally liable for any bills or obligations of the Association, past or present.

**Section 7.02** No officer, member or employee of the Association shall disburse any funds or monies in his keeping and belonging to the Association without authorizations by the Board of Directors, which is to be confirmed in writing by the President or Secretary of the Association and which shall be a matter of record in the minutes of the meeting. Minutes may also serve as authorization.

**Section 7.03** No person shall use the name, mailing list or official insignia of the Association for other than strictly Association purposes with authorization of the Board of Directors, which is to be confirmed in writing by the President or Secretary to the Association and which shall be a matter of record in the minutes of the meeting.

**Section 7.04** Requests must be presented by letter for the purchase of any item other than those approved in the annual budget (in excess of \$100.00) to the Board of Directors for their approval.

**Section 7.05** The President's office shall be allowed, without the approval of the Board of Directors, to spend up to \$100.00 per month for equipment, materials for repairs and incidentals pertaining to all programs. The Board of Directors must approve any amount over this.

## ***ARTICLE VIII: MEMBER GROUP***

**Section 8.01** Each sponsored program will establish and maintain its own set of by-laws, to be approved by the Board of Directors. These by-laws shall in no way conflict with those of the Association.

**Section 8.02** Appointment of Vice Presidents for each program shall be held during the month prior to the last scheduled activity for the current season. The newly elected directors will be admitted to the Board of Directors at the next regularly scheduled meeting.

**Section 8.03** The representatives of each group must submit, to the Board of Directors, budget requirements for the year at the February Board of Directors meeting. The purpose of this budget is to make possible allocation of funds and to plan fund raising activities; therefore, such budget must be detailed in nature.

#### ARTICLE IX: AFFILIATIONS

**Section 9.01** The Association may, from time to time, affiliate with various clubs, conferences, associations or other groups; but only for the purpose of furthering the athletic or social activities of the Association. Such affiliation and entertaining of such affiliation shall be governed and directed by the Board of Directors.

**Section 9.02** The Association shall decide when such affiliations shall be terminated.

**Section 9.03** The Association may never affiliate with any club, conference, association or other group for any purpose whatever, if such affiliations will bring about any of the following results:

- (a) Identity.
- (b) Cause the Association to lose control of its operations, finances, or property.
- (c) Cause the Association to lose control of its members or its authority to set its own qualifications for the Association memberships.
- (d) Cause the Association, its Officers, or Board of Directors, to lose any of the powers or duties given to them in these by-laws.
- (e) Give to the Association, its Officers or Board of Directors, or any voting or non-voting member, any power or duty that they are not given by these by-laws.

**Section 9.04** Officers may not allow the Association to participate in fundraising campaigns with other clubs, conferences, associations, or groups that do not directly benefit the Penndel Wildcats Athletic Association.

#### *ARTICLE X: INSURANCE*

##### **Section 10.01** Individual Accident & Medical Insurance

- (a) Any person who signs up for a sport must have Accident Insurance and Medical Insurance to participate in that sport and must show proof of said insurance.

- (b) Any person who does not have Accident Insurance will not be allowed to participate in any club or sports functions. There will be no exceptions

**Section 10.02 Club Registration Form – Insurance Clause**

- (a) The Association’s clause on Insurance must be filled out with the Insurance Company’s name and policy number.
- (b) The clause must be read by the parent or guardian and then signed in the appropriate space.
- (c) Mr. Larry Brossman, and attorney, gave his full approval of our Registration Form and the Associations Insurance Clause. This approval was obtained on May 24, 1983.

**Section 10.03 Associations Insurance Coverage**

- (a) The Association will not carry Accident and Medical Insurance on individual sports participants.
- (b) The Association will carry a Liability Insurance Policy on the Club, Officers, Coaches, stand, etc.
- (c) The amount of this policy will be determined each year by the Association Board of Directors in accordance with Penndel Borough guidelines.
- (d) The cost of insurance will be paid for from membership and registration fees and will not come from fundraisers.
- (e) The association will retain a \$2500.00 Savings Certificate at all times and will pay any Insurance Deductibles, when proof is shown in writing by a parent on a claim.
- (f) The interest from the Savings Certificate will be used to pay deductible claims during a calendar year. If no claims arise, this interest money will go into the General Fund for that calendar year.

***ARTICLE XI: AMENDMENTS***

**Section 11.01** Constitution and by-Law articles may be amended or repealed by a three-fourths vote of the Board of Directors at any Board Meeting provided that thirty (30) days notice thereof is given.

**Section 11.02** Amendment dates will be recorded under the adoption section of these by-laws.

***ARTICLE XII: DISSOLUTION***

**Section 12.01** Upon the dissolution of the Penndel Wildcats Athletic Association, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purposes of the Association in such manner, or to such organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under section 501 (C)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or governing staff shall determine.

**Section 12.02** Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Bucks County in which the principal office of the Penndel Wildcats Athletic Association is located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes.

***ARTICLE XIII: ADOPTION***

**Section 13.01** This Constitution and By-Laws is approved and adopted by a vote of the Board of Directors of the Penndel Wildcats Athletic Association present at a meeting held on \_\_\_\_\_ at the Penndel Memorial Field Clubhouse in Bucks County, Pennsylvania.