

Merrimack Cardinals Football & Spirit Association Bylaws

ARTICLE I. NAME OF ORGANIZATION

Section 1.1 Name

The name of this Organization, a New Hampshire non-profit corporation, shall be Merrimack Cardinals Football and Spirit Association (the "Organization") and will be commonly referred to as the "Merrimack Cardinals".

Section 1.2 Description

The Organization shall be a non-profit corporation organized pursuant to New Hampshire Revised Statutes Annotated Chapter 292. The Merrimack Cardinals will consist of one or more football teams and/or cheerleading squads. Each team or squad will be known as the "Merrimack Cardinals".

Section 1.3 Affiliation

The Merrimack Cardinals is a direct participant and member of the program operating under the policies of the Merrimack Youth Association (MYA). The league affiliations will be voted on yearly, if necessary, by the Merrimack Cardinals Board of Directors.

ARTICLE II. LOCATION

Section 2.1 Physical Location

The principal office of the Organization for the transaction of its business is the Merrimack Youth Association Building located at 487 Daniel Webster Highway in Merrimack, New Hampshire 03054.

Section 2.2 Mailing Address

The principal mailing address of the Organization for the transaction of its business is PO Box 153, Merrimack, NH 03054.

ARTICLE III. POWERS & PURPOSE

Section 3.1 Purpose

The purpose of the Organization is to provide a vehicle of growth and development of Merrimack's youth through safe participation in organized football and cheerleading that emphasizes the ideals of team effort, sacrifice of individual reward for the betterment of the team, and how hard work reaps its own rewards.

Section 3.2 Powers

The Organization shall have all the powers necessary to carry out the foregoing purposes and all the powers of non-profit corporations organized under the laws of the State of New Hampshire.

Section 3.3 Limitations

1. The Organization shall not discriminate on the basis of age, race, color, creed, sex, disabilities, financial status, or national origin (i) in the persons serviced, or in the manner of service; (ii) in the selection of members; or (iii) in the membership of its Board of Directors.
2. The Organization shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status as a corporation which is exempt from federal income taxation as an organization described in Section 501(c) of the Internal Revenue Code of 1986, or any successor provision.
3. The Organization is not organized for pecuniary profit and shall not have any capital stock. No part of its net earnings or of its principal shall inure to the benefit of any officer director of the Organization, or any other individual, partnership or corporation, but reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of earnings or principal.
4. No substantial part of the activities of the Organization shall be carrying on propaganda, or otherwise attempting to influence legislation or candidates for public office.

ARTICLE IV. MEMBERSHIP

Section 4.1 Member

Any parent or legal guardian of a participant in good standing is hereby considered a voting member of the Merrimack Cardinals. Current board members, coaches, and individuals actively involved as a volunteer in Merrimack Cardinals shall also be granted full voting rights. There will be a maximum of two votes per family.

Section 4.2 Membership Fees

A reasonable membership and or participation fee may be assessed on a per participant basis. The Board of Directors will review and set these fees annually.

Section 4.3 Scholarships

In cases of financial hardship, the Board of Directors may grant a number of full or partial scholarships.

ARTICLE V. MEETINGS

Section 5.1 Annual Meeting

The Annual Meeting of the Merrimack Cardinals Membership shall be held in the fourth quarter of each calendar year for the purpose of electing the Organization's Board of Directors. The consideration of any proposed Bylaw amendments and the disclosure of the Organization's Annual Financial Report shall also be addressed at the Annual Meeting. The Board of Directors may also bring forward any other business to be transacted.

Section 5.2 Annual Meeting Notice

Notice of the Annual Meeting shall be provided to the Membership at least ten (10) days in advance, setting forth the place, time, date, and purpose of the meeting.

Section 5.3 Special Meetings

Special Meetings of the members may be called by the Board of Directors or President at their discretion. Upon written request of ten (10) members, the President shall call a Special Meeting to consider the specific subject noted in the written request. The Special Meeting must be held within seven (7) days of receiving the written request. No business other than that specified in the notice of the meeting shall be transacted at any Special Meeting of the membership.

ARTICLE VI. GOVERNING BODY

The operation of the Organization shall be vested in a Board of Directors.

Section 6.1 Powers

The Board of Directors shall supervise and control the business, property, and affairs of the Organization except as otherwise provided by law, the Articles of Agreement of the Organization, or these Bylaws.

The Board of Directors shall govern under the following rules and guidelines:

1. The Merrimack Cardinals are a program under the sponsorship and operation of the Merrimack Youth Association. Therefore, no policy, practice, or activity may exist that is contrary to the policy, practice, or procedure of the Merrimack Youth Association.
2. The Merrimack Cardinals as a participant in a football/cheerleading program will be governed according to its rules and regulations. In the unlikely event a conflict should arise, the Merrimack Youth Association polices shall take precedence over the regulations of the league affiliated with the Merrimack Cardinals until satisfactory resolution can be obtained. It is further assumed that since the program is non-profit, and both affiliations operate under the general provisions of service to youth, that there are no existing conflicts of policy.

Section 6.2 Number

The Board of Directors shall consist of eleven (11) voting directors plus a single (1) non-voting, ex-officio Member-At-Large who is appointed annually by the Board. No single individual may occupy more than one directorship at any given time.

Section 6.3 Election Term

Directors of the Organization shall be elected at the Annual Meeting of the Organization to serve for a term of two (2) years or until their successors are elected and qualified with positions alternating as shown below. No Director shall serve more than two consecutive two-year terms in the same position, but may be reelected after a lapse of one year.

President (1)	Elected even year
First Vice President (1)	Elected odd year
Second Vice President (1)	Elected even year
Treasurer (1)	Elected odd year
Program Administrator (1)	Elected odd year
Spirit Coordinator (1)	Elected odd year
Football Coordinator (1)	Elected even year
Fundraising Coordinator (1)	Elected odd year
Equipment Coordinator (1)	Elected even year
Concessions Manager (1)	Elected odd year
Volunteer Coordinator (1)	Elected even year
Member-At-Large	Appointment annually

Section 6.4 Vacancies and Newly Created Directorships

Any newly created Directorships and any vacancies on the Board of Directors arising at any time and from any cause may be filled at any meeting of the Board of Directors by a majority vote of the Directors then in office. A Director elected to fill a vacancy shall serve for the unexpired term of the predecessor in office. In the event of a resignation of the President, the Board will have the right to vote and select a President for the remainder of the term.

Section 6.5 Duties and Powers

The Board of Directors shall have the following powers and duties:

- to appoint all head coaches;
- to adopt rules and regulations as it may deem proper;
- to discipline/suspend/remove all coaches (2/3 vote required);
- to discipline/suspend/remove participants (2/3 vote required);
- to create committees and appoint committee chairs and members;

Section 6.6 Meetings

Regular meetings of the Board of Directors will be held monthly, except for the month of December, or more frequently if needed. A simple majority of the Board positions currently filled shall constitute a quorum. Regular meetings of the Board are open to members of the Merrimack Cardinals and invited guests of the Board. The meeting minutes will be made available on the web site once they are approved by the Board.

Section 6.7 Proxies

Each Board member shall be entitled to one vote in person or vote by proxy in written form, which can be withdrawn at any time. The proxy must be specific to the vote or votes to be cast.

Section 6.8 Compensation

Directors shall not receive salaries for their services, but by resolution of the Board of Directors, may receive reimbursement for expenses incurred for attendance at Organization-related meetings outside of Merrimack. The Organization shall not provide personal loans to any Director.

Section 6.9 Removal

Any Director may at any time be removed from office for any cause deemed sufficient by the Board of Directors by the vote of two-thirds of the full number of Directors then in office acting at a meeting of the Board, the notice of which has specified the proposed removal. In addition, three consecutive absences from regular meetings of the Board shall constitute an automatic resignation without any further action of the Board of Directors, unless the President has excused the absences.

ARTICLE VII. DUTIES OF THE BOARD OF DIRECTORS

All members of the Merrimack Cardinals Board of Directors are expected to attend all regular and special meetings and assist with game day activities and special events.

Section 7.1 President

The President is the Chief Executive Officer of the organization, responsible for coordinating the activities of the Board including calling and presiding at all regular and special meetings, and shall exercise general supervision over the activities and welfare of the Program. The President is an ex-officio member of all committees and will act as the representative liaison to the MYA Executive Board and the selected, affiliated league for the Merrimack Cardinals.

Section 7.2 First Vice President

The First Vice President shall, in the absence of, perform all duties and assume all responsibilities of the President. The First Vice President is responsible for ensuring that all facets of the program are covered by insurance, will support the annual audit of the books by the MYA, will support the budget formulation for the following year, and will monitor spending during the existing year, and be responsible for the registration process for the program working closely with the football coordinator and cheerleading coordinator and the Board. The First Vice President shall perform additional duties as assigned by the Board.

Section 7.3 Second Vice President

The Second Vice President shall, in the absence of, perform all duties and assume all responsibilities of the First Vice President, with the exception of check signing. The Second Vice President is responsible for supporting the duties of the First Vice President as needed as well as coordination of special project volunteers which include scholastics, program pictures, and jacket purchase program. The Second Vice President shall also be responsible for coordination of program physicals, first aid class

for coaches, scheduling of EMT service for home games, and team parent instructional meeting. The Second Vice President shall perform additional duties as assigned by the Board.

Section 7.4 Treasurer

The Treasurer shall maintain all records of a financial nature for the organization. The Treasurer or President shall have authority to write checks, counter-signed by the President or First Vice President, when appropriate, and to coordinate payment to the Merrimack Cardinal Football/Cheerleading Program by the MYA Treasurer when appropriate. The Treasurer will collect all funds and disburse or deposit as appropriate in accordance with the actions of the Board and/or as outlined in the Program budget. He/she will be responsible for an annual audit of the books by the MYA, to determine the budget for the following year, and to monitor spending during the existing year for the entire program. The Treasurer will present to the Board of Directors all invoices scheduled for payment or paid for acceptance/awareness of the Board of Directors. The Treasurer shall perform additional financial duties as assigned by the Board.

Section 7.5 Program Administrator

The Program Administrator shall take all open and closed meeting minutes, which shall reflect any and all actions taken by the Board and attendance at such meetings. The Administrator will assist the President in preparing the agenda for upcoming meetings, keeping track of action or discussion items that were discussed for upcoming meetings. Records shall be kept by the Administrator of minutes, agendas, and correspondence. The Administrator will maintain/update rosters, compile and organize participant paperwork, and handle scholastic computations and submissions in accordance with rules and procedures as delineated by regional and national organization's rules. The Administrator will also be responsible for public relations and general communications related to the Cardinals Program including necessary advertisements and notices in local papers, as well as work with the various football/cheerleading teams to publish game stories and all relevant newsworthy information to the players, cheerleaders, parents, newspapers, etc. The Administrator shall perform additional duties as assigned by the Board.

Section 7.6 Spirit Coordinator

The Spirit Coordinator is responsible for ensuring that all facets of organizing of squads, assembling and training of coaching staffs, and following all the league's rules and regulations. The Spirit Coordinator is responsible for obtaining the Board's approval on his/her head coaching selections, which should be supported by prior coaching experience and/or prior year evaluations. The Spirit Coordinator is responsible for supervision of all coaches, assistants, and the youth of the cheerleading program. The Coordinator will be responsible for working with coaches to submit rosters to the Program Administrator in accordance with the timing and criteria requirements, as well as making the arrangements and completing the necessary paperwork for practices and states and national competitions. The Spirit Coordinator will ensure that a Certified First Aid person is at each practice and will be responsible for the cheerleading equipment and supplies inventory and reporting same to the Board on a regular basis. He/she will be available to assist the President in any cheerleading grievances. The Spirit Coordinator shall perform additional duties as assigned by the Board.

Section 7.7 Football Coordinator

The Football Coordinator is responsible for all facets of organizing of teams, assembling and training of coaching staffs, and following all the league's rules and regulations. The Football Coordinator is responsible for obtaining the Board's approval on his/her head coaching selections, which should be supported by prior coaching experience and/or prior year evaluations. The Football Coordinator is responsible for supervision of all coaches, assistants, and the youth of the football program. The Coordinator will be responsible for working with coaches to submit rosters to the Program Administrator in accordance with the timing and criteria requirements. The Football Coordinator will ensure that a Certified First Aid person is at each practice and a Board member at scrimmages. He/she will be available to assist the President in any football grievances. The Football Coordinator shall perform additional duties as assigned by the Board.

Section 7.8 Fundraising Coordinator

The Fundraising Coordinator will develop an annual plan to achieve the revenue goals and objectives less any anticipated Town funds, concessions, and registration fees as set forth by the Board in the adopted budget. He/She will present these fundraising activities to the Board for approval prior to Program registration. The Fundraising Coordinator will be responsible for coordinating the approved activities and has full authority to seek out and obtain the assistance deemed necessary for a successful outcome. He/She, along with the Treasurer, is responsible for submitting detailed reports showing moneys spent and received for each fundraiser. The Fundraising Coordinator shall perform additional duties as assigned by the Board.

Section 7.9 Equipment Coordinator

The Equipment Coordinator will coordinate with the respective coaching and team support staffs to supply the equipment needs of all football teams. He/She has full authority to order and purchase football equipment, medical supplies, and other related football supplies within the adopted budget and Board guidelines. The Equipment Coordinator is responsible for maintaining the football storage room, complete equipment and supplies inventory status, and reporting same to the Board on a regular basis. He/she will be responsible for maintaining the football field during game days and special events. The Equipment Coordinator shall perform additional duties as assigned by the Board.

Section 7.10 Concessions Manager

The Concessions Manager will develop an annual plan to achieve the revenue and expense goals and objectives of the concession stand as set forth by the Board in the adopted budget. He/She is responsible for all facets of the Program's concessions stand including procurement of consumable goods and the supplies and equipment necessary to produce such goods in accordance with Town and State health and safety regulations. The Concessions Manager will be responsible for coordinating food handling activities, including trash disposal, and has full authority to seek out and obtain the assistance deemed necessary for a successful outcome. He/She, along with the Treasurer, is responsible for submitting detailed reports showing moneys spent and received for each day of home games and any special events approved by the Board. The Concessions Manager shall perform additional duties as assigned by the Board.

Section 7.11 Volunteer Coordinator

The Volunteer Coordinator will work closely with the Fundraising Coordinator and Concessions Manager to obtain the scope of the volunteering need and will develop an annual plan to successfully achieve the volunteer support needs as set forth by the Board in the adopted budget. He/She will present this plan to the Board for approval prior to Program registration. The Volunteer Coordinator will be responsible for coordinating with team parents to recruit the human resources deemed necessary for a successful outcome of each activity and for communicating specifics to the activity's coordinator in advance of the event to ensure accountability. The Volunteer Coordinator shall perform additional duties as assigned by the Board.

Section 7.12 Member-At-Large

The Member At Large shall have been an active member of the Program and served at least one term on the Cardinals Board of Directors so that he/she may serve the Board in an advisory manner. The Member At Large shall attend all Board meetings, provide historical information, and support and mentor new Board members.

ARTICLE VIII. ACQUISITION AND MANAGEMENT OF FUNDS AND PROPERTY

Section 8.1 Expenditure Authorizations

Only the expenditures listed below are authorized without prior approval by the Board; however, these purchases shall be presented at the next Regular Meeting of the Board by the respective party or Treasurer. All other expenditures must receive prior approval by the Board.

1. The President may spend up to \$100.
2. The Football Coordinator may spend up to \$100.
3. The Spirit Coordinator may spend up to \$100.
4. The Equipment Manager may spend up to \$100.

Section 8.2 Property

Property shall predominately include football and cheerleading equipment and program awards. Other property includes merchandise, concession stand consumer goods and equipment, and general administrative equipment and supplies. Property shall also include anything approved by the Board of Directors as a significant benefit to the Organization.

Section 8.3 Budget

Revenues will include the annual appropriation from the Merrimack Youth Association/Town of Merrimack, as well as the funds raised from participant fees (including late registration fees), fundraising, sponsorships, concessions, and donations. Expenditures will include the purchase of operating goods, services, supplies, and equipment; procurement of insurance coverage; league and tournament fees, and participant financial assistance. Purchasing of capital equipment shall be in accordance with the Organization's three (3) year Capital Improvement Program.

Section 8.4 Insurance

The Organization shall make the necessary arrangements to obtain and/or ensure insurance coverage for participants, coaches, and Board members, as well as to protect the Organization's property, equipment, and interests.

Section 8.5 Individual Responsibility

The Organization shall never pay, assume, or become responsible for personal or unapproved debts, liabilities, or purchases of any one individual or individuals affiliated with the Program.

ARTICLE IX. AWARDS AND ACKNOWLEDGEMENTS

No awards or trophies shall be given to an individual (one) participant or coach. The exception to this rule is that awards may be issued signifying that a team was a division finalist or champion, State finalist or champion, or higher. Participation acknowledgement may be given to participants, coaches, or any other contributors to the betterment of the Merrimack Cardinals Program. League scholarship awards may also be individually given.

ARTICLE X. AMENDING THE BY-LAWS

The consideration of any proposed Bylaw amendment shall be addressed at the Annual Meeting. Each proposed amendment shall be presented in writing. The notice of the Annual Meeting shall note that the Organization is considering a Bylaw change.

ARTICLE XI. DISSOLUTION

In the event of the dissolution of the Merrimack Cardinals, the supplies and equipment shall belong to the Merrimack Youth Association as a contractor to the Town of Merrimack. Any moneys spent by the Merrimack Youth Association for real property remains the property of the Merrimack Youth Association.