

**BY-LAWS OF  
TORRANCE YOUTH FOOTBALL  
AND CHEERLEADING ASSOCIATION, INC.**

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# **BY-LAWS**

## **ARTICLE I**

### **SECTION I - PRINCIPAL OFFICE**

The principal office for the transaction of business of this Corporation shall be in the city limits of Torrance, County of Los Angeles, State of California.

### **SECTION II - CHANGE OF OFFICE LOCATION**

The Executive Board of Directors shall have full power and authority to change said principal office from one location to another within the city limits of Torrance, County of Los Angeles, State of California.

### **SECTION III - NAME OF CORPORATION**

This Corporation shall be known as the Torrance Youth Football and Cheerleading Association, Inc., a non-profit corporation, in the State of California (herein after referred to as TYFC).

## **ARTICLE II**

### **SECTION I – PURPOSE**

- A. The objective and purpose of TYFC shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage, and reverence, so that they may be well-adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy adults.
- B. To achieve this purpose, TYFC will provide a supervised program under the Rules, Regulations and Policies of TYFC, the Los Angeles County Pop Warner Football & Cheer (hereinafter referred to in this document as the LAC and the Pop Warner Little Scholars national football organization (hereinafter referred to in this document as Pop Warner) **and any other youth sports organization with which TYFC may affiliate itself**. All Directors, Officers, Coaches, and Members shall bear in mind that the attainment of exceptional athletic skills or the winning of games is secondary, and the molding of future adults is of prime importance.

## ARTICLE III

### **SECTION I – MEMBERS**

Membership in this organization:

- A. Members of good character that evidence a willingness and intention to participate in the activities of this corporation for the betterment of the youth of the community. There shall be three classes of members of this corporation, and membership shall be limited to the following persons, to wit:
  - 1. Elected Executive Board of Directors
  - 2. The parents, or legally appointed guardian(s), of each child who is an active member in good standing of TYFC's current football and/or cheer teams. Each parent or legal guardian shall be entitled to one vote, up to a maximum of two votes per family.
  - 3. Those persons who, although they do not have children in the program, have been approved by the Executive Board to serve in the capacity of a team or squad staff member. This class of membership shall be granted by the Executive Board of Directors, and may be entitled to one vote each.
- B. No member of TYFC shall individually be liable for the debts or be in any way responsible for the functions, activities or policies of TYFC.
- C. Duration of membership in this organization for the Executive Board of Directors shall be from January 1st to December 31st of each year in which elected. Membership for players and their parents/guardians shall be for the season commencing on July 1st and ending on December 31st of each year with the exception of Cheer squads attending the January JAMZ competition. That season will end on February 1st of the following year. Membership for team/squad staff and appointed positions shall be from date approved until December 31st. The business of the association shall be conducted exclusively by the Executive Board of Directors until such time as the additional members are approved thereafter.

### **SECTION II - MEMBERSHIP SUSPENSION OR DISMISSAL**

- A. By resignation.
- B. Any member of TYFC, is subject to suspension or dismissal by the Executive Board of Directors if, in its opinion, the member has failed to comply with the Articles of Incorporation, By-Laws, Rules or Regulations of TYFC, Codes of Conduct and Standing Rules of TYFC, LAC and/or Pop Warner.

### **ARTICLE III (continued)**

#### **SECTION II - MEMBERSHIP SUSPENSION OR DISMISSAL (continued)**

- C. Evidence of misconduct or failure to comply with the Articles of Incorporation, By-Laws, or rules of the corporation shall be presented to the Executive Board of Directors by the President and to the member being charged, outlining in detail the charge being made. The member may submit a written response only to the charges within two days of receipt of the written allegation either in hand written form or via email to the TYFC President. The Executive Board will review the allegations and the written rebuttal by the member in question and determine if the member should be suspended or permanently removed. A majority vote of the Executive Board is required and binding.
- D. The above proceedings DO NOT apply to the offenses as listed in the current year's Pop Warner Player/Parental Consent contract and the current season's TYFC Parent Code of Conduct. There is no appeal to those offenses.

#### **SECTION III - REINSTATEMENT AND APPEALS**

- A. A removed member under Article III, Section II (C or D) member of this corporation may be reinstated upon a majority vote of the total Executive Board of Directors.

#### **SECTION IV - ELECTIONS OF OFFICES**

- A. The general membership shall be entitled to vote at all Annual General Elections, held during October, to elect a portion of Executive Board of Directors, as set forth herein.
  - 1. Each member shall have one vote only.
  - 2. All voting shall be done by persons qualified to vote, and proxy per cumulative voting are expressly prohibited.
  - 3. An election committee composed of three or more members, who are not running in the current election, shall be appointed by the President and approved by the Executive Board at the August Executive Board meeting. Said committee will be responsible for the following:
    - a. Nominations for vacant positions will be solicited from the membership no later than September 20th of each year by the committee chairman. All members must be contacted with the information throughout the process. Specific details as to the election process for the season will be provided to the Members.
    - b. The Executive Board of Directors will receive and approve the slate no later than October 1st.

- c. The election process for the season will be developed by the committee and issued to all members.
- B. Any Board Member who vacates their position without the approval of the Executive Board, before the unexpired term, shall not be eligible for any Board position, until that vacated office comes up for election for a new full two (2) year term. This does not apply to Board Members seeking election to a different Board positions prior to the end of their full (2) year term.

**ARTICLE IV**  
**EXECUTIVE BOARD OF DIRECTORS**

**SECTION I - NUMBER OF ELECTED EXECUTIVE BOARD OF DIRECTORS**

- A. The Executive Board of Directors shall consist of fifteen (15) members in good standing of TYFC, (President, Vice President-Football, Vice President-Cheer, Treasurer, Budget Officer, Secretary, Athletic Director, Cheer Director, Football Equipment Manager, Field Commissioner, Player Agent, Cheer Player Agent, Ways and Means Manager, Safety Officer and Parliamentarian). Eight (8) directors (as set forth in IV B below) shall be elected annually during the even numbered years and seven (7) during the odd numbered years. Any position(s) that is still vacant and has not been filled by the Executive Board by September 1st of that season will be placed on the slate for election regardless of whether the election year is odd or even. The annual elections shall be held in the month of October and the term of office for the members of the Executive Board of Directors so elected shall be for a term of two (2) years. An Executive Board member may be elected to an additional two (2) terms with the exception of the Treasurer and Budget Officer. These positions MAY NOT serve more than a two (2) year term in the position. No Executive Board member may serve more than two (2) terms in the same position
- B. The following directors shall be elected in even numbered years, President, Treasurer, Athletic Director, Parliamentarian, Player Agent, Vice-President-Cheer, Safety Officer and Cheer Player Agent.
- C. The following directors shall be elected in odd numbered years: Vice President-Football, Secretary, Cheer Director, Budget Officer, Equipment Manager, Ways and Means Manager, and Field Commissioner.
- D. Vacated offices, by resignations or by any other means, shall be appointed by the President to fulfill the remainder of the term of said offices, with the majority approval of the Executive Board.
- E. Head Coaches shall be elected annually by a majority vote of the Executive Board of Directors.
- F. Assistant Coaches, Team and Squad Managers shall be approved annually by majority vote of the Executive Board of Directors. Once approved, however, they serve under the direction of the Head Coach.

## **SECTION II - POWER TO TRANSACT BUSINESS BY THE EXECUTIVE BOARD OF DIRECTORS**

- A. A majority of the Executive Board of Directors will constitute a quorum.
- B. Subject to the limitation of the Articles of Incorporation, the By-Laws and the laws of the State of California, all powers of TYFC, shall be exercised by or under the authority of the Executive Board of Directors, and the business affairs of the corporation shall be controlled by the Executive Board of Directors. Any Executive Board Member who does not carry out the responsibilities for which they were elected in governing this organization shall be removed by majority vote of the Executive Board for cause. Without prejudice to the conference of powers, the Executive Board of Directors is hereby empowered to do the following:
1. Remove all officers, agents, and employees of the corporation in the same manner set forth herein. Prescribe such powers and duties for the same as shall be consistent with the law, and the By-Laws, fix compensation for faithful service;
  2. Borrow money and incur indebtedness to accomplish the purpose of the corporation, and cause to be executed and delivered in the associations name, promissory notes, bonds, contracts, deeds of trust, mortgages, pledges, or other evidences of debt, and provide security for the same;
  3. Accept charitable contributions and extend the same to the purpose of the corporation, provided that such activities strictly comply with the By-Laws of this Corporation;
  4. Maintain regulatory jurisdiction to all members as prescribed herein;
  5. Authorize an officer or agent to enter into any contract or execute any instrument in the name of and/or on behalf of the corporation, but such authority must be confined to specific instances and, unless so authorized by the Executive Board of Directors, no officer, agent or employee shall have any authority to bind the corporation, or to pledge its credit, or to render it liable for any purpose or to any amount;
  6. Ensure that no man and wife shall be placed on the corporation checking/saving accounts simultaneously;
  7. A vacancy shall be deemed to exist in the case of death, resignation, or removal of a Director. Should the total count of members on the Executive Board of Directors total less than seven (7) the vacancies may be filled by individuals elected by a majority of the remaining directors, or by a sole remaining director, and each director, and each director so elected shall hold office until replaced by persons eligible for the Executive Board of Directors as specified in Article IV, Section I, Paragraph "A".

## **SECTION III - DUTIES OF THE EXECUTIVE BOARD OF DIRECTORS**

### **A. OFFICERS AND QUALIFICATIONS**

1. Definition - In general, the officers of the Executive Board of TYFC shall consist of: President, Vice President-Football, Vice President-Cheer, Secretary, Budget Officer, Treasurer, Athletic Director, Parliamentarian, Cheer Director, Field Commissioner, Player Agent, Cheer Player Agent, Ways and Means Manager, Safety Officer and Equipment Manager.
2. Qualifications - Only current members in good standing of TYFC are eligible to serve as an officer of TYFC. No member may be nominated for President without having served one year on the Executive Board of Directors.

### **B. PRESIDENT**

1. The President shall preside at all regular and special meetings of the Board of Directors.
2. The President shall appoint, or cause to be appointed, all special committees and is a de facto member of all committees appointed.
3. The President shall be the Chief Executive Officer of the corporation and shall, subject to the control of the Executive Board of Directors, have general supervision, direction and control of the business and affairs of the corporation.
4. The President or his appointee will represent the City at all Conference meetings.
5. The President shall appoint all vacancies to the Board of Directors within 30 days of said vacancies and must be approved by a majority vote by the Executive Board of Directors.
6. If the President fails to appoint an individual to fill a vacant office within 30 days of said vacancy any member of the Executive Board of Directors may place in nomination, with a second from another member of the Executive Board of Directors an individual to fill the vacated position, with the approval of a majority vote by the Executive Board of Directors.

### **C. VICE PRESIDENT-FOOTBALL (VPFB) AND VICE PRESIDENT- CHEER(VPC)**

1. In the absence of the President, the VPFB shall perform all the duties of the President and when so acting, shall have all power of, and be subject to all the restrictions upon the President. In the absence of both the President and VPFB, the VPC shall perform



all the duties of the President and when so acting, shall have all power of, and be subject to all the restrictions upon the President.

2. The VPFB and VPC shall have such other powers and perform such other duties as from time to time may be prescribed for him/her by the President or the Executive Board of Directors. In case of a vacancy in the office of the President, the VPFB, or the VPC if the office of the VPFB is vacant, shall automatically succeed to that office.
3. The VPFB and VPC shall handle all public relations pertaining to the business administration of the corporation and shall oversee the registration process.
4. The VPFB shall learn the processes of the Player Agent and the VPC shall learn the processes of the Cheer Player Agent. This will help in the event the Player Agent or Cheer Player agent position is vacant, new Board Members are in place and need training, or help is needed to complete tasks.

D. SECRETARY

1. The Secretary shall keep or cause to be kept, a book of minutes at the principal office, or such other place the President may order, of all meetings of Directors, and General membership, and officers with the time and place of holding, whether regular or special, and if special, how authorized, and notice hereof given, the names of those present at Director's meetings, and the proceeding thereof.
2. The Secretary shall keep or cause to be kept, at the principal office, or at such other place as the Executive Board of Directors may order, a register, showing the names of the Directors and their address, and the date of their appointment and/or election to the office.
3. The Secretary shall give, or cause to be given, notice of all regular or special meeting to all members of the Board of Directors, as outlined in these By-Laws.
4. The Secretary shall be the custodian of the Articles of Incorporation at all regular and special meetings of the Board.
5. The Secretary shall have such other powers and perform such other duties as may be prescribed by the President, Board, or by these By-Laws.

E. TREASURER

1. The Treasurer shall maintain or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation including accounts to its assets, liabilities, receipts, disbursements, gains, losses, capital and all income of any sort and kind derived from and of the activities of the organization. Upon the demand, the Executive Board of Directors, the Treasurer by appointment, shall permit such Directors to inspect any or all of the books accounts within twenty-four (24) hours of such demand. The Treasurer must provide a Treasurer Report at each Board meeting which will include all disbursements and receipts since the

preceding month's board meeting. A copy of the report will be filed with the minutes of each meeting.

2. The Treasurer shall disburse the funds of the association in such manner as may be ordered by the Executive Board of Directors and shall render to the President or Executive Board, whenever requested, an account of all transactions and of the financial conditions of the association, and shall have such other powers and perform such other duties as may be prescribed by the Executive Board of Directors and these By-Laws.
3. The Treasurer is responsible for filing taxes.

F. BUDGET OFFICER

1. The Budget Officer shall timely deposit all monies and other valuables in the name of and to the credit of the corporation with such depositories as shall be designated by the Executive Board of Directors. The annual Proposed Budget will be completed and presented to the Executive Board no later than the January meeting. The Budget Officer along with the President will approve expenditures in accordance with financial procedures.
2. A record of all expenditures and receipts according to budget line item will be kept by the Budget Officer. A recap of the budget status will be provided quarterly to the Executive Board.
3. The Budget Officer shall maintain detailed lists of all players and their records of payment for all items.

G. ATHLETIC DIRECTOR

1. The Athletic Director shall accept all applications of Head Coaches, Assistant Coaches and shall give recommendations for approval or disapproval to the Executive Board of Directors for final selection.
2. The Athletic Director shall ensure that all football coaches adhere to all Rules, Standing Rules, By-Laws, and Articles of Incorporation of TYFC, LAC, and Pop Warner.
3. The Athletic Director shall routinely show up to practices to make sure there are no problems with parents and/or coaching staffs. In addition, they will hold monthly meetings with the head coaches to address any comments or concerns they may have.
4. The Athletic Director shall confirm, or cause to be confirmed, all athletic scheduled arrangements one week prior to the event.

5. Also he shall contact, or cause to be contacted, each visiting team's Head Coach or Team Manager at least 48 hours before game time and advise said visiting team official as to the exact time and place of game. Also, he should determine if there is a color clash and, if so, arrange for one team to change jerseys for that contest only.
6. Any athlete suspension per (Article IV, Section III, Paragraph K, Subparagraph 4) shall be submitted by a Head Coach for investigation by the Athletic Director and the Athletic Director shall present the case to the Executive Board of Directors for majority ruling within 72 hours of notification.

#### H. PARLIAMENTARIAN

1. The Parliamentarian ensures that all meetings are executed in accordance with Roberts Rules of Order. The Parliamentarian shall maintain these Bylaws. The Parliamentarian may also be assigned to communicate information to the membership.
2. The Parliamentarian will maintain historical records for TYFC. This will include, but is not limited to:
  - Historical facts of the league
  - A book of resolutions/minutes
  - A book of league approved documents

#### I. CHEER DIRECTOR

1. The Cheer Director shall be responsible for all cheer squads within TYFC.
2. The Cheer Director shall ensure that all cheer squads & cheer coaches adhere to all Rules, Standing Rules, By-Laws, and Articles of Incorporation of TYFC, LAC and Pop Warner.
3. The Cheer Director shall routinely show up to practices to make sure there are no problems with parents and/or coaching staffs. In addition, they will hold monthly meetings with the head coaches to address any comments or concerns they may have.
4. The Cheer Director is responsible for the coordination of all uniforms to be worn by cheerleaders subject to the approval of the Executive Board of Directors.
5. The Cheer Director shall be responsible for insuring that each cheer squad is properly supervised by appointing a Cheer Coach, if necessary, to any cheer squad, subject to the Executive Board majority approval.

#### J. FOOTBALL EQUIPMENT MANAGER

1. The Equipment Manager will handle all purchases of athletic equipment and he will also be in full charge all club equipment. All this is subject to the majority approval of the Executive Board of Directors.
2. He/she will maintain a complete and up-to-date record of all equipment, including but not limited to, person in charge, exact count on all equipment issued, and where stored when not in use, with adequate insurance coverage. A copy of this record shall be submitted to the Secretary for the TYFC files. The Secretary shall be informed of any revisions to this record.

K. FOOTBALL PLAYER AGENT

1. Responsible for received and recording football registrations for the current season.
2. Maintains records of each participant and creates the Team Book in accordance with conference rules.
3. Participates in the formation of teams with the President, Vice President-Football and Athletic Director as applicable.
4. Maintains all the data in Sports Affinity and Blue Sombrero (or whatever team management software is currently being utilized).

L. CHEER PLAYER AGENT

1. Responsible for received and recording cheer registrations for the current season.
2. Maintains records of each participant and creates the Team Book in accordance with conference rules.
3. Participates in the formation of teams with the President, Vice President-Cheer and Cheer Director as applicable.
4. Maintains all the data in Sports Affinity and Blue Sombrero (or whatever team management software is currently being utilized).

M. FIELD COMMISSIONER

1. Acts as the Weigh Master for all home games, performing equipment check and weighing players at the scale.
2. Is responsible for securing practice and game fields and completing permits of use.
3. Is in charge of all field security during home games.
4. Is responsible for the assignment of all keys to practice fields.

N. WAYS AND MEANS MANAGER

1. Maintains a calendar of all fundraising events for the league and each cheer squad and football team.
2. Accepts any team/squad fundraiser ideas and brings to the Board any that need approval.
3. Oversees all fundraising activities, including soliciting donations/sponsorships from individuals and corporations.

O. SAFETY OFFICER

1. Maintain a current safety policy/manual for distribution to TYFC Board Members, Coaches, and Team Parents by the beginning of each season.
2. Responsible to ensure that all Coaches and Team Parents have current required certifications and background clearances prior to contact with players.
3. Within 48 hours of receiving the incident report, the Safety Officer will contact the injured party or party's parents and:  
Verify the Information Received.  
Obtain Any Other Information Deemed Necessary.  
Check on the Status of the Injured Party.
4. Maintains records of any injured players/cheerleaders/volunteers and maintains file or release slips verifying return to play. If a medical issue causes a player or volunteer to miss five (5) consecutive events (games, practices, assignments) a release must be submitted to TYFC. This applies regardless if injury is related to TYFC or not.
5. Report immediately in writing, directly to the President and/or Board, any safety issues and provide recommendations to mitigate or resolve safety related issues.
6. Prepare and track all insurance claims involving injuries requiring medical attention.
7. Education - Be responsible to create awareness, through education and information, of opportunities to provide a safer environment for all participants, players and visitors.
8. Compliance – Should promote safety compliance leadership by increasing awareness of safety opportunities that arise from these responsibilities.
9. Reporting – Define a process to assure that incidents are recorded, information is collected and sent to all appropriate agencies. Follow-up information on medical and other data is tracked and forwarded as available. Safety Officer should require compliance through leadership, reminders, or discipline to any person who does not promote a safety first attitude or follow through on medical issues.
10. May advise the Parent or Guardian of TYFC/Pop Warner Secondary Insurance Coverage for Medical Treatment
11. If the extents of injuries are more than minor in nature, the Safety Officer shall periodically call the injured party. He should check the status of the injuries and check if any other assistance is required until the incident is considered “closed”. This means no other claims are expected or the individual is participating in the league again.

**ARTICLE V**  
**APPOINTED POSITIONS**

**SECTION I - APPOINTED POSITIONS**

- A. The President shall have the authority to appoint additional persons to perform the various tasks that need to be accomplished in a season. These positions will have access to discuss and debate items pertaining to TYFC but shall have no vote on any item brought before the board. The positions to be appointed will be furnished. The positions that must be appointed each year are: Webmaster, Concessions Manager, Football Uniform Manager, Cheer Uniform Manager and Facilities Manager. Attendance at Executive Board meetings is required when the person needs to obtain approval from the Executive Board for activities engaged in.

**SECTION II – DUTIES OF THE HEAD COACHES**

A. HEAD COACHES

1. The Head Coaches shall be approved by a majority vote of the Executive Board of Directors and their conduct shall be consistent with all By-Laws, Rules, Regulations and Standing Rules of the Conference, TYFC and Pop Warner outlining coaches' behavior and responsibilities.
2. The Head Coach shall present his selection for assistant coaches and staff to the Athletic Director for presentation and majority approval by the Executive Board of Directors.
3. The Head Coach shall be in charge of, and responsible for, all practice sessions and games that are held during the season. He shall be the final authority as to player position played. He shall determine type of offense and defense utilized. In short, he shall be the Head of his team and responsible for its conduct at all times.
4. The Head Coach shall have full disciplinary and means of disciplinary action over his team at all times. Any suspensions of a player for a game, the Athletic Director and President shall be notified in writing of said suspension stating cause of action prior to the game.
5. The President may not serve as a Head Coach.

**ARTICLE VI**  
**REMOVAL OF DIRECTORS**

- A. Director may be removed from office in any of the following ways:
1. By resignation.

2. By the affirmation vote of a majority of the total Executive Board of Directors.

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

### **SECTION I - REGULAR MEETINGS**

The Executive Board of Directors shall meet monthly from January of each year to plan and execute all matters related to the upcoming season, approve the budget, approve any bylaw changes and approve the Head Coaches for the upcoming season. There must be a minimum of one General Association meeting at which time the budget and any bylaws changed must be approved along with any other business as necessary. The Executive Board may schedule more than one General meeting in a year if deemed necessary.

### **SECTION II - SPECIAL MEETINGS**

Special Meetings of the Directors and Membership may be called at any time, for any reason, in any of the following ways:

1. By the President.
2. By either Vice-President.
3. By written petition signed by at least thirty-three and one-third percent (33-1/3%) of the total membership of TYFC. Such petition shall be presented to the President who shall immediately call such special meeting.
4. A special meeting may be called by three Executive Board Members.
5. A special meeting may be declared closed by two-thirds (2/3) vote of the Executive Board of Directors, prior to said meeting.

### **SECTION III - EMERGENCY MEETINGS**

Emergency meetings may be called at any time by the President. In the event of the absence, disability or refusal to act by the President, either Vice-President or a majority of the number of Executive Board of Directors may call an emergency meeting. Emergency meetings may be called without any written notice of such meeting being given to all Directors provided, however, an emergency meeting shall be called only when an actual emergency exists and when time will not permit the giving of notice as required by these By-Laws.

### **SECTION IV - NOTICE OF MEETINGS**

Notice of all regular and special meetings shall be given to each Board Member by eMail a minimum of three (3) days prior to such meeting. Notice of all special meetings shall specify, in addition to time and place of such meeting, the general nature of the business to be conducted.

## **SECTION V- ELECTRONIC VOTING**

So that the business of the corporation may be executed to meet deadlines and to promote the efficiency of the corporation, voting on issues by the Executive Board of Directors can take place electronically between regular meetings. A record of the voting eMails will be kept by the Secretary and read into the minutes of the subsequent Executive Board meeting.

## **ARTICLE VIII** **MISCELLANEOUS**

### **SECTION I - ORDER OF BUSINESS**

All business will be patterned after Robert's Rules of Order. However, if Robert's Rules of Order conflict with TYFC, By-Laws, Rules, Regulations or Standing Rules, the latter shall take precedence. Agenda items must be submitted prior to the meeting.

### **SECTION II – QUORUM**

A majority of all the members of the Executive Board of Directors shall be necessary to constitute a quorum for the transaction of the Corporation's activities. Each act done by a majority of the Executive Board of Directors at a meeting duly held shall be regarded as an act of said Board, and the corporation, unless a greater number is required by these By-Laws.

### **SECTION III - RECORDS**

All records pertaining to the operation of TYFC, such as player records, insurance policies, claims, waivers, releases, and all other association records shall be kept at the principal place of business of the Corporation or such other place as the Executive Board of Directors may order. Financial records must be kept for seven (7) years. Player contracts, parental consent, medical release, injury reports and any medical notes must be kept for each player by team and year for a period of three (3) years. Volunteer applications are kept for one year. All insurance policies must be kept for a period of three (3) years.

### **SECTION IV - CONTRACTS, HOW EXECUTED**

- A. Any and all contracts may be executed in the name of the corporation and shall be in such form as shall not be inconsistent with the By-Laws, and shall be approved by the Executive Board of Directors, or by their fully authorized representatives.



- B. All contracts authorized by the Executive Board of Directors, or its representatives, shall be signed by the President, or in his absence, by either Vice-President. Contracts may be executed for the current season only.
- C. Taxes
  - 1. The Treasurer shall be responsible for paying all taxes with the approval of the Executive Board.
  - 2. The Treasurer is responsible for filing taxes no later than May 15<sup>th</sup> of each year.

## **SECTION V - RULES OF PLAY**

Except as they are inconsistent with other provisions of these By-Laws, National, Regional, and Local Rules, and all effective amendments thereof shall govern and control all phases of competition under the jurisdiction of this organization, and hereby are adopted, made a part of and incorporated as though the same were set forth in full.

## **ARTICLE IX**

### **SECTION I - ANNUAL FEES**

Annual membership fees in the corporation shall be determined by a majority vote of the Executive Board of Directors.

## **ARTICLE X**

### **SECTION I – BUDGET**

The President of the Corporation will submit to the Executive Board of Directors for their approval a budget for the coming year. The proposed budget will include a breakdown by general categories of estimated income and expenses for the coming season. Once the budget is approved, no expenses in excess of approved lines may be approved without a majority vote of the Executive Board. All expenditures for items not on the approved budget must be approved by a majority vote of the Executive Board. Financial procedures for the current season must be issued to all members as necessary.

## **ARTICLE XII**

### **SECTION I - FINANCIAL DISBURSEMENTS**

- A. All payments of TYFC, so authorized by the Executive Board of Directors shall be made on corporation checks. Checks over \$1,500 shall require two (2) signatures. Only the President, Treasurer and Vice Presidents may act as signatories to corporation checks. No husband and wife or any relationship in which the parties reside in the same household may be authorized to sign corporation checks simultaneously. No disbursement of funds may be done without the approval of the Budget Officer and the President for items listed in the approved Budget. For expenses not listed in the approved Budget, a majority vote of the Executive Board is required. Any member of the corporation who obligates funds without the proper approval will not be reimbursed and may be subject to penalties and sanctions based on the circumstances. Approval of expenditures may be done via eMail vote. Financial procedures for the current season will be provided.
- B. This corporation, and its membership thereof, shall not disburse any monies to any organization with which they might affiliate without first receiving, in writing, the following from said affiliate:
1. A list of said organization's officers and Board of Directors.
  2. Copies of minutes of all regular and special meetings of said organizations for that calendar year.
  3. A copy of said organization's constitution and By-Laws.
  4. A certified annual financial statement of said organization.

## **SECTION II - DISTRIBUTION OF ASSETS**

In the event TYFC, is disbanded, all monies on hand and all monies realized from the sale, or disbursement of assets on hand at such time shall be donated to any non-profit or charitable organization located in the City of Torrance as may be chosen by a two-thirds (2/3) majority of the Executive Board of Directors. Should the Executive Board of Directors fail to agree, or act within the time provided by the law pertaining to California non-profit Corporations, and in no case more than twelve (12) months after approval of disbandment, and then the monies and assets shall be granted to the City of Torrance for disbursement.

## **ARTICLE XIII** **DISBANDMENT**

### **SECTION I - APPROVAL OF DISBURSEMENT**

This corporation shall be disbanded only on a two-thirds (2/3) majority vote of the full voting Executive Board of Directors, plus a majority of the members present. (All Executive Board Members must be present on a disbandment vote.)

**ARTICLE XIV**  
**AMENDMENT TO BY-LAWS**

Proposed amendment to these By-Laws shall be presented in writing at a regular or special Executive Board of Directors meeting, and must be approved by a majority of Executive Board of Directors. The Executive Board of Directors will conduct their business in accordance with the approved By-laws amendment(s) immediately upon approval by the Executive Board. After said amendments have been approved by a majority of the Executive Board of Directors, notification of By-Laws Amendments shall be made available to the total membership on the organization's website for their review at least fifteen (15) days prior to the annual general membership meeting. A majority vote of the total membership present at this meeting will be required for acceptance of proposed changes.

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Bob Pierce, TYFC Board President

Approved by TYFC Executive Board on: January 13, 2019

Approved by TYFC Association on: \_