



**CAPE YOUTH FOOTBALL  
ASSOCIATION, INC.**

POP WARNER BY- LAWS 2023

## Table of Contents

Article I	Name	<b>Page 3</b>
Article II	Site of Principal Operation	<b>Page 3</b>
Article III	Statement of Affiliation	<b>Page 3</b>
Article IV	Purpose/Objective	<b>Page 3</b>
Article V	Membership	<b>Page 3 – 5</b>
Article VI	Meetings	<b>Page 5 – 7</b>
Article VII	Administration	<b>Page 7 – 9</b>
Article VIII	Board of Directors	<b>Page 9 – 12</b>
Article IX	Coaches	<b>Page 12</b>
Article X	Committees	<b>Page 12</b>
Article XI	By-Law Amendments	<b>Page 13</b>

## ARTICLE I - NAME

- 1.1 The name of the Corporation shall be known as Cape Youth Football Association, Inc.

## ARTICLE II - SITE OF PRINCIPAL OPERATION

- 2.1 The principal physical address shall be 2602 Chiquita BLVD S Cape Coral, FL 33914.  
2.2 All correspondence, billing invoices and bank statements are to be sent to any address(es) deemed necessary by the Board of Directors.

## ARTICLE III - STATEMENT OF AFFILIATION

- 3.1 CAPE YOUTH FOOTBALL ASSOCIATION, Inc. (*hereinafter referred to as CYFA, Inc.*) shall be affiliated with Pop Warner Little Scholars, Inc. (*hereinafter referred to as PWLS, Inc.*) and shall be governed by, and comply with the principles, rules, and regulations enunciated and decreed by PWLS, Inc. and the Highest Local Authority (*hereinafter referred to as HLA*) as chartered by PWLS Inc., in which CYFA, Inc. is a member.

## ARTICLE IV – PURPOSE/OBJECTIVES

- 4.1 The primary purpose of this Corporation is to provide an instructional and competitive environment with regards to football, cheerleading, and dance, regardless of race, creed, sex, religion, national origin, and/or socio- economic level. To adhere to all rules and regulations as set forth by Pop Warner Little Scholars, Inc., the By-Laws enacted by the Board of Directors of CYFA, Inc. the City of Cape Coral Parks and Recreation Department. The desire for victory and/or personal glory will be secondary to above average academic achievement, good sportsmanship, exemplary behavior, respect, and the welfare of the participant, and the good of the whole organization.
- 4.2 In addition, let it be known that this corporation is organized exclusively as a non-profit organization as indicated by Section 501 (c) (3) of the Internal Revenue Code.

## ARTICLE V - MEMBERSHIP

- 5.1 **CLARIFICATION OF MEMBERSHIP:** Membership in the Corporation shall consist of General Members, Participant Members, and Sustaining Members-all in good standings, as may be provided by the Board of Directors and/or the Director of the Fundraising Committee. The natural term of membership shall be from the time a valid membership agreement form has been submitted (*including any required fees, assessments, and any required accompanying forms and said membership agreement is accepted by CYFA, Inc.*) until midnight on the night of December 31<sup>st</sup> of the calendar year in which the application was submitted. The Board reserves the right to deny membership without comment.

All Board Members, Officers, Committee Members, Coaches and other elected or appointed officials must be active members in good standing.

- A. General Members:** A person shall be a general member of record provided any of the following conditions are being met:
  - 1. A parent/guardian of a completely paid participant member of CYFA Inc.
  - 2. A fully registered volunteer who is in direct support of CYFA, Inc.
  - 3. Coaches and their staff.
- B. Participant Members:** Any participant candidate meeting the requirements of and who reside within the authorized boundaries of CYFA, Inc. shall be eligible to participate but shall not have rights, duties or obligations in the management of or in the property of CYFA, Inc.
- C. Sustaining Members:** Any person, not a regular member who makes monetary as well as non-monetary and/or other contributions to CYFA, Inc. may, by a majority vote of the Board of Directors become a Sustaining Member, but such person shall have no rights, duties or obligations in the management or in the property of CYFA, Inc.
- D. Registered Volunteers:** Any person who has successfully completed a background check and has been approved by the board of Directors to assist with operational support for the organization.
  - 1. Any registered volunteer handling monies for the organization must be specifically approved by the Board of Directors.
- E. Member in good Standing:** A member who has remained current on all dues, fees, and payment with uniforms and equipment turned in. Must be in compliance with all CYFA & Pop Warner rules and regulations.

**5.2 TERMINATION OF MEMBERSHIP:** The Board of Directors may remove any General Member with just cause (*displaying conduct of nonconformance or when the conduct of such person is considered detrimental to the best interest of CYFA, Inc. with the Articles of Incorporation, By-Laws, Rules and Regulations including, but not limited to owing any money or property of CYFA, Inc, Peace River Conference or PWLS, Inc.*) by two-thirds (2/3) majority vote of the Board after the individual has had the opportunity to appear before the Board. (*e.g., with 16 total board members, 11 votes for removal would be needed.*) The Member in question shall be notified via written communication of such meeting, in addition to being informed of the general nature of the charges and be given the opportunity to appear to answer such charges. Article 6.4 shall apply in emergency situations.

**5.3 SUSPENSION OR TERMINATION OF MEMBERSHIP:** The Board of Directors by a two-thirds (2/3) majority vote of the present and constituted meeting shall have the authority to discipline, suspend or terminate the membership of any member when the conduct of such person is considered detrimental to the best interest of CYFA, Inc. and/or as follows:

- A.** Immediately upon removal as outlined above.
- B.** Immediately upon withdrawal of player/participant.
- C.** Registered volunteers and parents/guardians at the adjournment of the Annual Meeting.
- D.** Article 6.4 shall apply in emergency situations.

**5.4 LIABILITY:** No members of the Corporation whether regular or otherwise, shall be personally or otherwise liable for any of the debts, liabilities or obligations of the Corporation.

## ARTICLE VI - MEETINGS

### 6.1 ANNUAL MEETING:

- A. The Annual Meeting of the General Membership shall be conducted at the conclusion of the season at a time and place to be announced by the President. The Secretary shall send notice thereof to each member through the local newspaper or electronically.

### 6.2 ORGANIZATIONAL MEETING:

- A. **General Members:** A meeting of all members shall take place between July 1<sup>st</sup> and one week prior to the start of the season for orientation purposes.
- B. **Board Members:** The Organizational meeting of the Board of Directors shall be held immediately following the Annual Meeting for the purpose of electing the Executive Board and other business as may be deemed necessary by the newly elected Directors. Regular meetings of the Board of Directors will be held each month and at such other times as the Board of Directors may determine. Special Meetings of the Board of Directors may be called by the President at any time, or by the Secretary upon written request of a quorum of the Directors.

### 6.3 SPECIAL MEETING: A Special Meeting of the Members may be called at any time by either a majority of the Board or whenever requested in writing by the General Membership representing not less than one-half (1/2) of the total Corporation Membership. Notice shall be served by the Secretary to all members of record.

### 6.4 EMERGENCY MEETING:

- A. **Board of Directors:** An emergency meeting of the Executive Board may be called immediately in cases of emergency with two-thirds (2/3) of the Executive Board present. In rare instances where two-thirds (2/3) of the Executive Board are not present the President has the authority to make emergency decisions and exercise summary authority.

### 6.5 NOTICE:

- A. **General Members:** All notices of any meeting of the general membership shall be accomplished at least ten (10) days prior to such meeting and state clearly the time, place and purpose(s) of the meeting. The Annual Meeting notice shall be delivered by publication in the local newspaper or via electronic mail. Notices of Special Meetings shall be written notice to all members of record.
- B. **Board of Directors:** Notice of Directors' meetings, other than the Organizational or Special meetings shall be given by via electronic mail or via posting on social media at least (5) before the date therein designated for such meeting stating the business to be brought before the Board.

### 6.6 QUORUM:

- A. **General Members:** At all meetings of general members a quorum will constitute not less than twenty (20) members physically present. No proxy or absentee vote will be counted.
- B. **Board Members:** At any meeting of the Board of Directors a majority of the board shall constitute a quorum for the transaction of normal business; but in the event of a quorum not being present, a less number may adjourn the meeting to some future date.

## **6.7 VOTING:**

- A. General Members:** At all meetings of general members, all resolutions will be decided by a majority of the members present, except for an amendment to the Bylaws as herein provided. Each member will have one (1) vote. No proxy or absentee voting.
- B. Board of Directors:** At all meetings of the Board of Directors each member of the board shall have one (1) vote. No proxy or absentee vote will be allowed. All resolutions will be decided by a majority of the directors present, except for removals as herein provided.

## **6.8 VACANCIES:**

- A. Board of Directors:** Whenever a vacancy shall occur in the board of directors by death, resignations, removal, or otherwise, the seat shall be filled without delay by a vote by ballot of two-thirds (2/3) of the remaining members of the Board at the regular monthly board meeting or a Special meeting which shall be called for that purpose. Such election shall be held not more than thirty (30) days after the occurrence of such a vacancy. The person shall serve until the next Annual Meeting of the General Membership. In the case of an Executive Board Vacancy, action will be taken within thirty (30) days of said vacancy to fill that position.

## **6.9 REMOVAL OF DIRECTOR:**

- A. Board of Directors:** Upon written notification to all Board members, the Board of Directors may remove any Director, with just cause (displaying conduct of nonconformance with the Articles of Incorporation, By-Laws, Rules and Regulations including, but not limited to owing any money or property of CYFA, Inc, Peace River Conference or PWLS, Inc.), by two-thirds (2/3) vote of the Board. (e.g., with 19 Board members, a vote of no less than 15 would be required for removal.) The individual shall be given an opportunity to appear and answer such charges. Article 6.4 shall apply in emergency situations.

# **ARTICLE VII - ADMINISTRATION**

## **7.1 ORDER OF BUSINESS:** The order of business of all meetings of the general membership shall be as follows:

- A.** Roll call/signing in of Board of Directors
- B.** Approval of Minutes of Preceding meeting
- C.** Report of Officers and Special Committees
- D.** Unfinished Business
- E.** New Business

## **7.2 RULE OF ORDER:**

- A.** Roberts Rule of Order (latest revision) shall rule for Parliamentary Procedures.

### **7.3 DIRECTORS:**

- A.** The Board of Directors shall consist of an Executive Board (EB) and a Governing Board (GB).
- B.** The EB shall **NOT** consist of any spouses unless certain circumstances arise.
- C.** The EB shall **NOT** consist of any head coaches unless certain circumstances arise.
- D.** The Board of Directors shall consist of a maximum of (23) Twenty-three members but no less than 11. If the number falls below, we will continue the process until the minimum number is filled. The of EB members will be 6 (six) and shall include President, Vice-President, Secretary, Treasurer, Athletic Director and Cheer Director. All members of the EB will have full voting privileges. The Governing Board will consist of seventeen (17), all of whom will have full voting privileges.
- E.** Per the number of vacancies, the same number of people receiving a majority of ballot votes shall be Directors and shall constitute the elected Board of Directors for the ensuing year.
- F.** Any ballot containing fewer votes than the number of vacancies will be counted. However, ballots containing more votes than there are vacancies will be declared null and void.
- G.** The President will appoint a General Member at the Annual meeting, after nominations for Directors have ceased, who has no direct personal involvement, to act as a Teller. He will also select the number of assistants to the Teller that he deems necessary to distribute, collect and tabulate the ballots. The Teller must be sure only persons entitled to vote cast ballots. The teller must be sure each member submits only one (1) ballot. The Tellers will list all names that received a vote, including write in candidates, in the order of the number of votes received and deliver to the President.
- H.** The President will declare the results, stating those who have been successfully elected to serve.

**7.4 TERM:** The term of office of each Director shall run until the close of the next Annual Meeting, except for the incumbent President, Vice-President, Secretary, and Treasurer all of whom shall remain on the Board for the ensuing year.

**7.5. DUTIES:** The Board of Directors shall elect from their members the President, Vice-Presidents, Secretary, Treasurer, Cheer director and Football Director for the Corporation. The Board of Directors shall have control and general management of the affairs and business of the Corporation. The Board of Directors shall in all cases act as a board regularly convened, by majority and they may adopt such rules and regulations for the conduct of their meetings and management of the Corporation as they deem proper, not inconsistent with these By-Laws, PWLS, the City of Cape Coral Parks and Recreation Department and the laws of the State of Florida.

The further duties of the Board of Directors shall include, but not be limited to, the following:

- A.** Appointment of Head Coaches for all teams.
- B.** Approval of Assistant Coaches for all teams.
- C.** Conduct an annual review of Cheer and Football Administrative Manual.
- D.** Approval of appointed and volunteer positions.
- E.** Designate duties of appointed and volunteer positions.
- F.** Establish committees as deemed necessary.

## ARTICLE VIII – BOARD OF DIRECTORS

The officers of the Corporation shall be as follows: President, Vice-President, Secretary, Treasurer, Athletic Director and Cheer Director.

**8.1 ELECTION:** All officers, except as otherwise provided in these By-Laws, of the Corporation shall be elected annually by the Board of Directors at its Organizational meeting held immediately following the Annual Meeting of the General Membership or no later than the 1st Organizational meeting held in January and shall hold office through the next Annual Meeting of the General Membership; except the President which must be elected immediately after the Annual Meeting. All perspective candidates must provide in writing their intention to serve as a Board member 14 days prior to the annual election meeting. No writing in ballots may be accepted the day of the meeting.

**8.2 TERMS OF OFFICE:**

**A.** All Officers will serve for a one-year term and shall be elected annually.

**8.3 DUTIES OF OFFICERS:** The duties and powers of the Officers of the Corporation are as follows:

**A. President:** Duties shall include but are not limited to the following:

- Preside over all organization meetings.
- Review secretary and treasurer's books monthly.
- Notify the secretary of the date, time, and location of the organization meeting.
- Attend and represent the CYFA organizations at the PRC meetings.
- Plan and prepare, with the cooperation of the EB, an operating budget by March 1<sup>st</sup> of each year.
- Secure practice facilities for all CYFA teams.

**B. Vice-president:** Duties shall include but are not limited to the following:

- During the absence and inability of the President to render and perform his duties or exercise his powers as set forth in these By- Laws or in the acts under which this Corporation is organized, the same shall be performed and exercised by the Vice-President and when so acting, he shall have all the powers and be subject to all responsibilities hereby given to or imposed upon such President.
- The Vice-President will be the coordinator for the football / cheer teams and oversee the daily operation in accordance with these By- Laws.
- In the absence of the President at a Board meeting, the Vice President shall preside.



**C. Secretary:** Duties shall include but are not limited to the following:

- The Secretary shall give and serve all notices of the Corporation.
- He/she shall be custodian of their records.
- He/she should keep a record of all General Members to include the names and addresses of such members. The membership records shall be open for inspection by any General Member at any time.
- He/she shall duly notify all members of activities throughout the scheduled season.
- He/she shall also keep all birth certificates and physical records.
- Team Mom Chair

**D. Treasurer:** Duties shall include but are not limited to the following:

- The Treasurer shall have the care and custody of and be responsible for all funds of the Corporation, and deposit all such funds in the name of the Corporation in such bank or banks as the Board designates.
- He/she shall sign and endorse in the name of the Corporation all checks (along with President's signature), drafts, warrants, and orders of the payment of money and pay out and dispose of same as receipt therefore, under the direction of the President or Board of Director.
- Shall render a statement of the condition of the finances of the corporation at the first meeting of each month to the Board of Directors and at such other times shall be requested of him/her by Directors.
- For all monies collected, a written receipt will be issued from a duplicate receipt book. All cash and receipts must be turned in to the Treasurer within 24 hours of receipt.
- The Treasurer will keep a log of all money/checks received.
- Only the President and the Treasurer will be authorized to sign checks.
- Ledger and account statements will be made available for review at all times at the request of any Executive Board member.
- All expenditure must be approved in advance by the Executive Board.
- For fundraising type of online programs- example (Go Fund ME) the treasurer will create and maintain the account for the individual teams advancing from local competitions to Regionals or Nationals and will cash out accounts (1) week prior to the agreed deadline by the BOD to allow for funds to be deposited into CYFA's account for the competition funds to be applied to the advancing team(s).

**E. Athletic director:** Duties shall include but are not limited to the following:

- Recruit and oversee the coach selection committee and present to the Board any person interested in coaching teams for the Corporation.
- Oversee the function of all football personnel.
- Shall preside over player signups and team assignments in conjunction with the cheer director.
- Along with the VP will preside over football certification.
- Present updated rosters to the president and inform the President of any team assignment changes.
- Shall investigate and report to the president, any and all complaints regarding football coaches or managers. Complaints must be in writing in duplicate.

**F. Cheer director:** Duties shall include but are not limited to the following:

- Recruit and oversee the coach selection committee and present to the Board any person interested in coaching teams for the Corporation.
- Oversee the function of all cheerleading personnel.
- In conjunction with area HS coaching staff develop a program for coaches to support the High school and participate in Cheer related activities during the season.
- Shall preside over player signups and team assignments in conjunction with the athletic director.
- Along with the VP will preside over cheer certification.
- Present updated rosters to the president and inform the President of any team assignment changes.
- Shall investigate and report to the president, any and all complaints regarding cheer coaches or managers. Complaints must be in writing in duplicate.

**8.4 REMOVAL OF OFFICERS:** Upon written notification to all Board Members, the Board of Directors may remove any officer, with just cause, by a two-thirds (2/3) vote of the Board after the individual has had the opportunity to appear before the Board. (e.g., with 16 Board Members, at least 12 votes would be required for removal.)

## **ARTICLE IX – COACHES**

**9.1 HEAD COACHES:** will apply to the Board and must be appointed by the Board. The Coaching Staff and additional support personnel applications will be submitted by the Head Coach and must be approved by the Board. Executive Board members may not hold a head coaches' position unless special circumstances arise, and it is approved by a majority vote of the existing board of directors.

**9.2 COACHES:** Any coach may be removed in the same manner. provided for any general member as stated in Article 5.2 and Article 6.4 in emergency situations.

## **ARTICLE X - COMMITTEES:**

**10.1** From time-to-time issues will arise. The Board of Directors may assign committees of no less than 3 and no more than 7 members to gather and compile information to present to the entire Board of Directors for decision making.

**10.2** In reconciliation to an issue when a ballot vote takes place, the results must be collected, counted and certified by three Board Members appointed by the President in the presence of the entire Governing Board.

## ARTICLE XI - BY-LAW AMENDMENTS

- 11.1 Amendments to these By-Laws shall be proposed in the following manner:
- A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.
- 11.2 A resolution adopting a proposed amendment must receive approval of two-thirds (2/3) of the General Membership attending the Annual Meeting or a Special Meeting called for such purpose.
- 11.3 An Amendment may be proposed by a committee designated by the Board of Directors or a quorum of ten (10%) percent of the membership must be present at a Special General Membership Meeting and two thirds majority is needed.
- 11.4 Proposals to amend existing By-Laws shall contain the full text of the By- Laws to be amended. New shall be underlined and words to be deleted shall be lined through with hyphens. If the proposed change is so extensive that this procedure would hinder rather than assist understanding, a notation must be inserted immediately preceding the proposed amendment saying, "SUBSTANTIAL REWORDING OF BY-LAW NUMBER \_\_. SEE BY-LAW NUMBER \_\_FOR PRESENT TEXT." In addition, If the proposed changes are so extensive to the entire bylaw document Board of Directors will be provided with a current copy of the bylaws and a proposed copy of the by-laws for comparison.

**President Name:** James Redecker

**President Signature:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**Amended and Restated By-Laws of Cape Youth Football Association, Inc.**