

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 teams. Each team 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, NH 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 for the Town of Merrimack's youth through safe participation in organized football and cheerleading that emphasizes the ideals of teamwork, sportsmanship 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

- 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.
- 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.
- 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.
- 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 Election

Any parent or legal guardian of a participant in good standing (registration is paid in full) 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 President and Treasurer may grant any number of full or partial scholarships. The parent or legal guardian will complete the "Scholarship Request Form" and submit it to the president or Treasurer during the registration time period for approval.

4.3a Parent MUST fulfill volunteer hours.

4.3b Athlete MUST participate in fundraising.

ARTICLE V. MEETINGS

Section 5.1 Annual Meeting

The Annual Meeting of the Merrimack Cardinals membership shall be held in January of each calendar year for the purpose of electing the Organization's Board of Directors. Annual By-law updates and the

consideration of any proposed Amendments shall be addressed upon Agreement by the Board and presented to the MYA Board for approval. The disclosure of the Organization's Annual Financial Report shall also be addressed in the second quarter of each fiscal year (runs July to June). 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 Emergency and Special Meetings

When it is necessary to call an Emergency or Special Meeting, it must be done so by the President, Secretary, by written notice from five Board Members or by written request of ten members. A 24-hour notice to all members of the Board is required. 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:

- The Merrimack Cardinals is 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.
- 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 policies 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 a 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 Board of Directors

The Board of Directors shall consist of eleven (11) voting Directors, 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. The President acts as a tiebreaker and only offers a vote when required to break a tie vote.

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 one member shall hold the same position for more than two consecutive terms (four year total). Should a position remain vacant, the board may over rule this section and hold a special vote; allowing a director to maintain their role. The vote must be unanimous.

- President (1): elected Odd year
- First Vice President (1): elected Even year
- Treasurer (1): elected Even year
- Program Administrator (1): elected Even year
- Spirit Coordinator (1): elected Even year
- Football Coordinator (1): elected Odd year
- Fundraising Coordinator (1): elected Even year
- Equipment Coordinator (1): elected Odd year
- Concessions Manager (1): elected Even year
- Volunteer Coordinator (1): elected Odd year
- Assistant Program Coordinator (1): elected Odd year
- Member-At-Large (1 non- voting position): elected 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 appoint all team parents; to approve requested town waivers; 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 internet website, once they are approved by the Board.

Meetings may be held by electronic means via video or teleconference only.

Section 6.7 Proxies

Each voting Board member shall be entitled to one vote in person or vote by proxy in written form or one vote by designating a current board member to vote in person on their behalf, 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 that occur outside the Town of Merrimack. The Organization shall not provide personal loans to any Director.

Section 6.9 Code of Conduct

Merrimack Cardinals Board Members are expected to comply with the following Code of Conduct, as well as the expectations outlined in the “Partnership between Merrimack Elementary Schools, Merrimack Police Department and Merrimack Youth Association” excerpt as described in the Parent Handbook on page 21.

- Expected to be positive role models for children and encourage sportsmanship by showing respect and courtesy, and by demonstrating positive support for all players, coaches, officials, and spectators at every game, practice or sporting event.
- Prohibited from engaging in any kind of unsportsmanlike conduct with any official, coach, player, or parent such as booing and taunting, refusing to shake hands, swearing, or using profane language or gestures. This applies to any form of communication including in person, written, email and/or Social Media (Facebook, Blogs, Website and Online and Social media).
- Prohibited from encouraging any behaviors or practices that would endanger the health and well-being of the athletes.
- Expected to demand that parents and children treat other players, coaches, officials, and spectators with respect, regardless of ability, race, religion, creed, gender age, or any other status.
- Prohibited from verbal, physical or social bullying.
- Expected to respect the officials and their authority during games.
- Prohibited from the use of drugs, tobacco, and alcohol at practices and games. Smoking is only permitted in designated areas where available.
- Expected to fully perform the duties of your position while supporting and representing the Merrimack Cardinals Board and Program in a positive manner.

Failure to comply with any of these rules and expectations will result as follows:

- First Offense: Written reprimand from the President.
- Second Offense: Suspension and/or permanent removal from the Board.

Section 6.10 Removal of Board Member

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 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.

Section 6.11 Removal of other Cardinal Members

Any member of the Cardinals organization including a parent, athlete, coach, volunteer or any other member as described in Article IV can be removed by the Board of Directors based on a majority vote. Removal would be considered in cases of bullying or any other danger physically or emotionally while actively representing the Cardinals organization. This removal is at the discretion of the board.

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.

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 Organization.

Section 7.2 First Vice President (1st VP)

The First Vice President shall, in the absence of, perform all duties and assume all responsibilities of the President. The First Vice President will support the annual audit of the books by the MYA, will support the budget formulation for the following year, will monitor spending during the existing year, and be responsible for the registration process for the program working closely with the Football Coordinator, Spirit Coordinator and the Board. The First Vice President shall perform additional duties as assigned by the Board.

Section 7.3 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 and to coordinate payment to the Merrimack Cardinals 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. The Treasurer will be responsible for any 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 (for approval) or paid (for awareness) of the Board of Directors. The Treasurer and President will create and present to the Board

for final approval the Annual Budget. The Treasurer shall perform additional financial duties as assigned by the Board. Treasurer will provide a Financial Report at each monthly meeting.

Section 7.4 Program Administrator

The Program Administrator shall take all open and closed meeting minutes, which shall reflect 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 Meeting Minutes, Agendas and correspondence. The Administrator will maintain/update rosters and compile and organize participant paperwork. 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 is responsible for ensuring that all facets of the Program are covered by insurance. The Administrator shall perform additional duties as assigned by the Board.

Section 7.5 Assistant Program Coordinator

The Assistant Program Coordinator is responsible for assisting with the coordination of the league registration which includes maintaining/updating rosters and league paperwork for all teams and coaching staff. The Assistant Program Coordinator will assist with communication on social media, email and the website. The role also requires computation and submission of the Organization's scholastics in accordance with the rules and procedures as delineated by regional and national organizational rules.

Other responsibilities include special projects such as the creation and distribution of Merrimack Cardinals flyers as well as supporting the duties of the Program Coordinator as needed.

Section 7.6 Spirit Coordinator

The Spirit Coordinator is responsible for ensuring that all facets of organizing of teams, 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 their coaching selections, which should be supported by prior coaching experience and/or prior year evaluations. The Spirit Coordinator is responsible for the 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, 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 roster 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 is responsible for on field/game day “flow” an assisting visiting teams with the field facilities for Cardinals Football home games. The Coordinator is expected to attend or send an appropriate delegate, to all required MYA and league affiliation meetings. 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 of Merrimack funding, 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 monies spent and received for each fundraiser. The Fundraising Coordinator shall perform additional duties 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 event. 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 see out and obtain the assistance deemed necessary for a successful outcome. He/she, along with the Treasurer, is responsible for submitting detailed reports showing monies spent and received for each day of home games and any special event 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 needed 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, 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 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. If the President submits an Expense Reimbursement Form, it will be approved by the Treasurer and the MYA Treasurer. All board members may spend up to \$100, to be discussed at the next board meeting.

8.1a Concessions budget will be discussed yearly

Section 8.2 Property

Property shall predominantly 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 Plan.

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. FOOTBALL AND CHEER CHAMPIONSHIPS

Section 9.1 Football Championships

Each year Cardinals Football has the chance to play in the NH State Championships and NH Regional's, dependent on their record throughout the season. Some teams will be eligible to move on as follows:

1. The 8U team will be eligible to play in Super Bowl should they make it that far, they do not have State Championships
2. The 9U division is only eligible to play in State Championships. They can advance no further.
3. The 10U-13U division is eligible for States, Regional's, and Nationals should they advance. If the team advances to Nationals, the Cardinals will pay the entrance fee to the tournament.
4. The football organization is eligible to spend up to \$2500 per year on Championship recognition item(s) (such as a t-shirt) for all football teams that advance to the State Championships. After the board's review of current financial status to determine the funds are available; the purchase of these item(s) must be approved by the President, Vice President, Football Coordinator and Head Coach.

Section 9.2 Cheer Championships

Each year Cardinals Cheer has the chance to compete at NH State Cheer Competition and New England Regional's, dependent on how they place in the state competition. Some teams will be eligible to move on as follows:

1. The Tiny team will be eligible to compete at the Tri-Cup competitions, and the State level. They will not be able to advance any further.
2. The D8 division will be eligible to compete at the Tri-Cup competitions, and the State level. They will not be able to advance any further.
3. The D10 division will be eligible to compete at the Tri-Cup competitions, and the State level. Should they place 1st, 2nd, or 3rd at States, they are eligible to move on to New England Regional's. Should they place 1st, 2nd, or 3rd, they are eligible to move on to Nationals.
 - 3.1 Should the team advance to Regional's; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.
 - 3.2 Should the team advance to Nationals; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.

- 3.3 Should the team advance to Nationals, the Cardinals will pay the entrance fee to the competition.
4. The D12 division will be eligible to compete at the Tri-Cup competitions, and the State level. Should they place 1st, 2nd, or 3rd at States, they are eligible to move on to New England Regional's. Should they place 1st, 2nd, or 3rd, they are eligible to move on to Nationals.
 - 4.1 Should the team advance to Regional's; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.
 - 4.2 Should the team advance to Nationals; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.
 - 4.3 Should the team advance to Nationals, the Cardinals will pay the entrance fee to the competition
5. The D14 division will be eligible to compete at the Tri-Cup competitions, and the State level. Should they place 1st, 2nd, or 3rd at States, they are eligible to move on to New England Regional's. Should they place 1st, 2nd, or 3rd, they are eligible to move on to Nationals.
 - 5.1 Should the team advance to Regional's; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.
 - 5.2 Should the team advance to Nationals; the Cardinals will pay for adequate gym time, should no Merrimack School District gyms be available.
 - 5.3 Should the team advance to Nationals, the Cardinals will pay the entrance fee to the competition
6. The cheer teams are prohibited from accepting a bid to the National Championships by default of a higher placed team. If the Cardinals team does not originally place 1st, 2nd or 3rd, the team cannot accept a bid to advance.
7. The cheer organization is eligible to spend up to \$2500 per year on Championship recognition items (such as a t-shirt, swag bag, gym rental space, official pictures/videos, transportation, etc.) for all cheer teams that advance to the National Championships. After the board's review of current financial status to determine the funds are available; the purchase of these item(s) must be approved by the President, Vice President, Cheer Coordinator and Head Coach(s). The funds should be used to alleviate added expenses for the parents.

ARTICLE X. 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. Each team will receive \$250 per season to host end of season party. Any team that wins (1st place) a state or higher championship will be awarded \$50 per rostered athlete and coach for sweatshirt or jacket.

ARTICLE XI. AMENDING THE BYLAWS

The consideration of any proposed Bylaw amendment shall be addressed during the third quarter of each fiscal year. Each proposed amendment shall be presented in writing. A notice of the annual review shall note that the Organization is considering a Bylaw change.

ARTICLE XII. 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 monies spent by the Merrimack Youth Association for real property remains the property of the Merrimack Youth Association.