

VENTURA YOUTH FOOTBALL ASSOCIATION

CONSTITUTION

and

BYLAWS

Amended

1993 Season

1997 Season

2000 Season

2001 Season

2002 Season

2003 Season

2004 Season

2005 Season

2006 Season

2007 Season

2009 Season

Article I

Name

The name of this organization shall be known as VENTURA YOUTH FOOTBALL ASSOCIATION, (VYFA). The mailing address will be located in the city of San Buenaventura, county of Ventura, in the state of California. The mailing address is P.O. 6847, Ventura, California, 93006.

This organization is organized exclusively for charitable purpose within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Upon the dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code and which was established its tax-exempt status under that section.

In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, the Ventura Youth Football Association shall operate exclusively as a non-profit education organization providing a supervised football and cheerleading program.

Article II

Objective

The objective of the Ventura Youth Football Association shall be as follows:

To inspire youth, regardless of race, color, creed or national origin, to practice the ideals of health, citizenship and character; to bring our youth closer together through means of common interest in sportsmanship, fair play and fellowship; to impart to the game, elements of safety, sanity and intelligent supervision; and to keep the welfare of the player, first, foremost and entirely free of the adult lust for glory; and

The officers, directors, members and parents shall bear in mind that the attainment of exceptional athletic skills or the winning of games is secondary. The VYFA is primarily concerned with proper guidance of our youth.

Article III

General Membership

Qualifications for Membership.

Any person interested in active participation to achieve the objective of the VYFA may become a member.

The general membership of the VYFA shall be composed of the following classes of members:

Player Member. Any child who meets the eligibility requirements established by the VYFA regulations may register to become a player member. Player Members shall be eligible for participation in the VYFA's program of supervised training and games, but shall have no rights, duties or obligations in the management of the VYFA or its properties.

Regular Member. Adults currently involved in VYFA.

Fees for Members shall be determined and set annually by the VYFA.

The board of Directors shall reserve the right to waive the annual fees for adults who volunteer services, but do not have a Player Member in the VYFA.

Voting Qualifications.

Each Regular Member, including officers, board members commissioned members, manager, coaches and other elected or appointed officials, who are active and in good standing, shall be entitled to one (1) vote at all meetings of the General Membership and in all General Elections.

The Board of Directors shall be composed of at least eight, (8), but not more than fifteen, (15), members elected by the Regular Membership.

The number of head coaches on the Board of Directors shall not exceed a majority of the total Board Members present.

Conduct.

The Board of Directors, by a two-thirds, (2/3), vote of the members present at any duly constructed meeting, shall have the authority to suspend or terminate the membership of any member whose conduct is considered detrimental to the best interests of the VYFA. The member involved shall be notified of such meeting, informed of the general nature of the charges, and given an opportunity to appear at the meeting to answer such charges.

In the case of a Player Member, the Board shall give notice to the player's parents/guardian and to the manager of the team in which the player is a member. The player accompanied by his/her parent/guardian and /or team manager, who shall serve as advisors, shall appear before a special committee of the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation as a Player Member of the VYFA for the current playing season.

This special committee of the Board of Directors shall have full power to discipline any member whose behavior does not fall within the framework of the VYFA principles.

Article IV

Board of Directors

Quorum Requirement:

Not less than two-thirds, (2/3), of the members of the Board of Directors must be present at any regular or special meeting to constitute a quorum for the transaction of official business of VYFA.

Authority to Act:

Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum, as defined herein, is present shall be regarded as the act or decision of the Board of Directors, and shall be binding on the VYFA as a whole, unless such act or decision shall be specifically prohibited by the Bylaws or shall be in violation of procedures and/or conditions set forth therein.

Term of Office:

Election of officers shall take place the last meeting of December and shall take office the first meeting of January or at such time as the Board of Directors may deem it advisable.

Directors shall hold office for the term of one, (1), year or until respective successors are duly elected or appointed as herein provided.

No Executive Board member may serve more than three, (3), consecutive terms in any one position.

Removal from Office:

A director may be removed from office in any of the following ways:

By resignation, in writing, approved by the majority of the Board of Directors at any regular or special board meeting duly held, at which a quorum is present.

By the affirmative recall vote of not less than three-fourths, (3/4), of the total membership of the board of directors at any regular or special board meeting duly held.

By the affirmative recall vote of a simple majority of the total VYFA membership at a special meeting of the general membership duly held.

A director shall be removed from office by his/her absence from two, (2), consecutive board meetings, whether regular or special, provided, however that any director so removed may be reinstated for his/or her unexpired term by the majority of the Board of Directors.

Method of Filling Vacancies on the Board of Directors:

A vacancy on the Board of Directors will be filled at any regular or special board meeting, duly held. The person selected to fill the vacancy will complete the term of the member being replaced. An affirmative vote of not less than 3/4 of the total membership of the Board of Directors is required to select the new Board Member

Article V

Board Member Functions

Definition of Officers:

The Board of Directors shall elect from its own membership, a President, Vice President, Secretary, Treasurer and Athletic Director. These Directors shall be the Executive Officers.

The Board of Directors shall also elect from its own membership, Directors to fill non-executive positions and/or perform such duties as may be required by these Bylaws or the rule and policies of VYFA.

Officers and other Board members shall be elected to serve in a specific office or position for one, (1), year term and shall be eligible for re-election to a specific office or position in the next or subsequent years.

Members of the Board of Directors elected to executive office or non-executive position shall begin the performance of their duties upon election to such office and/or position beginning January 1 continuing to December 31.

Duties of Executive Officers:

PRESIDENT

Will serve as Chief Executive Officer of the VYFA and shall subject to the control of the Board of Directors, have the general supervision, direction and control of the business and affairs of the VYFA.

Preside at all meetings of the Board of Directors and all other meetings of the VYFA.

Represent the organization in all matters concerned and shall advise and counsel the members in relation to policy.

Represent the local chapter in all inter-chapter matters and with the approval of the Board of Directors, represent the local chapter in such other legal or official capacity as may be required.

Shall have general powers and duties and management usually vested in the office of President of an association except where such powers and duties are vested in another office.

Shall have such power and duties as may be prescribed by the Board of Directors and/or these Bylaws, not inconsistent with the Bylaws or the Articles of Incorporation.

VICE PRESIDENT

Presides at meetings and performs all other presidential duties in the absence of the President.

Acts as presidential aide and carries out such duties and assignments as may be delegated by the President.

Serves as chairman of the Bylaws Committee, chairman of the Registration Committee and ex-officio member of all other committees.

Shall represent the VYFA in all matters concerned and shall advise and counsel the members in relation to policy.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

SECRETARY

Issues notice of, and agenda for all meetings of the general membership and the Board of Directors

Will keep a book of minutes of all meetings of the VYFA, with the time and place of holding, regular or special, how authorized and notices given, the names of those present at the Board of Directors meeting and the number of members present at general meeting.

Will maintain a membership roster showing the names of the members, phone numbers, addresses and date of admission to the VYFA.

Responsible for all correspondence and keeping copies pertaining to the affairs of the VYFA; and performs such other duties as customarily relate to the office that may be assigned by the Board of Directors.

Will be the custodian of the Articles of Incorporation and the Bylaws of this association and shall have said Articles and Bylaws at all meetings where the association business is being conducted.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

TREASURER

Chairs the Budget Committee and Audit Committee

Shall keep and maintain adequate and correct accounts of the properties and business transactions of the VYFA, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital and income received by the VYFA from any of its activities. Upon demand of any active member in good standing, the Treasurer, by appointment, shall permit such member to inspect any or all of their books of account within five, (5), days from such demand.

Shall promptly deposit all moneys and other valuables in the name of and to the credit of VYFA with such depositories as shall be designated by the Board of Directors. He/She shall distribute the funds of the association in such a manner as may be ordered by the Board of

Directors, and shall render to the President, whenever it is requested by the Board, an account of all his/her transactions as Treasurer, and of the financial conditions of the VYFA.

All money transactions must have and VYFA receipt prepared in duplicate.

Any purchase for Ventura Packers over \$1000.00 would require a minimum of 3 quotes from different vendors, quote approval for purchases would require a board vote. If a purchase needs board approval between board meetings, approval shall require a vote by the executive board. There must be an attempt to present 3 quotes. All purchase requests must be budgeted, with a prior budget on file with the Treasurer.

Shall submit all accounting books and records to the Budget Committee, consisting of the treasurer, vice president, one board member and one general member in good standing, for a year-end review, between January 1 and February 1.

Prepares and submits a written annual financial statement to the members of the VYFA at the general meeting.

Shall keep all tax records recorded and paid to date.

Shall keep all records up dated in accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code regarding non-profit status.

Shall have such powers and duties as may be presented by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

ATHLETIC DIRECTOR

Chairs the Athletic Committee and Coaches Evaluation Committee.

Shall distribute game schedule to Director of Team Parents and Head Coaches.

Presents coaches for approval to the Board of Directors. The Board must approve Head Coaches, Assistant Coaches and Managers, by a simple majority vote, giving head coaches with priority first priority of the team of their choice.

Maintain a resume of all current coaches.

Field any complaints regarding coaches, including cheerleading coaches, investigate and report findings to the Board of Directors at any regular or special meeting.

Shall be a VYFA representative to the Pacific Youth Football League, (PYFL) or other league the VYFA is associated with.

Assumes full responsibility for the maintenance of all playing field, grounds and structures.

Appoints and directs such assistants and/or forms such committees as may be needed to keep the fields, grounds, buildings, fences, and stands in good condition.

Complies and end-of-season inventory of the type and condition of all field maintenance equipment and supplies for presentation at the end of the year meeting of the Board of Directors.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

Duties of Non-Executive Officers

DIRECTOR OF WAYS AND MEANS

Chairs the Ways and Means Committee

Shall be responsible for securing funds for the VYFA and devising ways and means for securing fund for the association.

Shall plan, organize and supervise the collection of donations, including recognition of sponsorship/ contributors

Shall coordinate all fund raising activities of the VYFA including paid advertising

No team fundraisers shall start prior to Monday after the 2nd game of the season without Board of Directors prior approval.

Fundraisers will be capped at \$2,500.00 for any team.

During the football year, no team may use the Ventura Packers logo or name on any apparel for give-away, fund raising or profit. If violated, the team in violation must surrender the profits from such event to the Treasurer for deposit to the VYFA account.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

EQUIPMENT MANAGER

Chairs the Equipment Committee.

Shall be responsible for locating sources for all uniforms, equipment and material required by the VYFA and its various programs.

Purchases all playing equipment, uniforms, line-up sheets, team notebooks and other coaching supplies as needed. All Purchases must first be approved by three, (3), members of the Executive Board.

Assumes full responsibility for adequately and evenly equipping all teams.

Keeps records of all equipment disbursements, including signed receipts from managers for equipment and uniforms issued to them.

Compiles an end-of-season inventory of the type and condition of equipment on hand, together with a list of estimated equipment requirements for the coming year, for the presentation of the Board of Directors at its February meeting.

Arranges for return, storage and repair of all equipment during the off-season.

Equipment Manager split duties with another person.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

DIRECTOR OF TEAM MANAGERS

Shall be responsible for advising and counseling Team Managers of the VYFA's rules and regulations.

Shall conduct a monthly meeting with Team Managers

Verify all team certification rosters are correctly prepared to meet the standards of VYFA and PYFA prior to certification.

Shall keep on file and up to date a roster for each team and cheer squad.

Shall communicate information from the Board of Directors to Team Managers.

Organizes and hires photographer for team pictures.

Assists Ways and Means Director in fundraising efforts.

Advises Team Parents on end of season banquets.

Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaws not inconsistent with these Bylaws or the Articles of Incorporation.

CHEERLEADING ADVISOR (S)

Presents all candidates for Cheerleading Coach to the Board of Directors for approval.

Maintain records of all cheerleading squads.

Appoint squad parents.

Keep squad parents and cheerleading coaches informed of all VYFA activities.

Responsible for locating sources for all uniforms equipment and material needed for each squad.

Shall be responsible for the recorded distribution of all uniforms and seasonally issued equipment at the beginning of each season, and for its collection and return in good condition at the end of each playing season, and for the safe storage of all such items in a place designated and provided by the Board of Directors.

Shall keep and maintain accurate records of income received from individual squad fundraisers not to include moneys raised in conjunction with general VYFA fundraisers.

All money reimbursements or purchases must have a receipt/invoice prepared.

Prepares and submits a written financial statement to the members of the VYFA at the general meeting.
Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaw not inconsistent with these Bylaws or the Articles of Incorporation.

SNACK BAR MANAGER

Shall be responsible for incoming and out going inventory of equipment and supplies.
Shall be responsible for the menu, which must be presented to the Board of Directors.
Will submit all receipts for purchases to the Treasurer.
Will submit a weekly financial report to the Treasurer and turn in all moneys to him/her at that time.
Will submit a monthly financial report to the Board of Directors at the monthly meetings.
Shall be responsible for the general up keep of the snack bar and its contents.
Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaw not inconsistent with these Bylaws or the Articles of Incorporation.
Chairs Snack Bar / Apparel Committee.

APPAREL MANAGER

Shall be responsible for incoming and out going inventory of apparel
Shall be responsible for the apparel design, which must be presented to the Board of Directors.
Will submit all receipts for purchases to the Treasurer.
Will submit a weekly financial report to the Treasurer and turn in all moneys to him/her at that time.
Will submit a monthly financial report to the Board of Directors at the monthly meetings.
Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaw not inconsistent with these Bylaws or the Articles of Incorporation.

COACHES' LIAISON

Shall be responsible for establishing a quality coach's curriculum that will be used for all coaches.
Shall be responsible for direct interaction with the Head Coaches and assist coaches.
Coordinate and chair the monthly coaches information meeting.
Coordinate annual coaches orientation meeting

Will report to the Board of Directors any coaching concerns.
Develop a coach's email list to share information on an "as-needed" basis.
Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaw not inconsistent with these Bylaws or the Articles of Incorporation.

MEMBER AT LARGE – Positions are filled based on need determined by the Executive Board of Directors. For Example: Assistant Snack Bar Manager, Assistant A.D., Assistant Equipment Manager.

COACHES – Not a Board of Director Position

The Board of Directors shall select all head coaches.
The head coach is encouraged to attend the regular board meetings.
The head coach is required to participate in a monthly information meeting with Coaches' Liaison.
The head coach will appoint his assistant coaches and team manager with the advice and consent of the Board of Directors.
Coaches shall be appointed on the basis of leadership and ability. In the event two or more coaching candidates are equally qualified, preference shall be given to the candidate applying for re-appointment, from preceding year.
All Coaches shall be required to participate in a coaching curriculum designated by VYFA.
All head coaches are required to be CPR Certified.
All Coaches shall be required to sign a "Code of Conduct."
All Coaches shall be required to have "Background Check," designated by the VYFA.
Shall have such powers and duties as may be prescribed by the Board of Directors and/or these Bylaw not inconsistent with these Bylaws or the Articles of Incorporation.

Article VI

Committees

Standing Committees:

There shall be the following standing committees chaired by the officer indicated:

Bylaws Committee - chaired by the Vice President
Registration Committee - chaired by the Vice President
Budget Committee - chaired by the Treasurer
Ways and Means Committee - chaired by the Director of Ways and Means
Equipment Committee - chaired by the Equipment Manager
Athletic Committee - chaired by the Athletic Director
Audit Committee - chaired by the Treasurer
Snack Bar / Apparel Committee - chaired by the Snack Bar Manager
Coaches Evaluation Committee – chaired by the Athletic Director

The maximum number of committee members to serve on each committee shall be designated by the Board of Directors each year at their first regular meeting after the annual general meeting. The committee members shall be selected by the respective chairperson of the standing committees from the rosters of members in good standing and shall be subject to approval of the Board of Directors

Special Committees:

The Board of Directors shall authorize the formation of special committees as may be required and shall designate the maximum number of committee members to serve.

The president shall appoint, from the members in good standing, the committee chairperson, who shall in turn select, subject to approval by the Board of Directors, the committee member from the members in good standing.

The president may, at his/her discretion, in forming special committees to investigate or to formulate policy on controversial matters, appoint the entire committee membership and designate the chairperson, subject to the approval of the Board of Directors, or he/she may call for nominations for the committee by the Board of Directors.

Article VII

Meetings

Meetings of the Board of Directors:

The Board of Directors shall meet not less than once per month.

Article VIII

Changing The Bylaws

These Bylaws may be changed by having the changes read and distributed at a General Meeting. A two-thirds, (2/3), vote by the total membership present is necessary before any changes to the Bylaws can be made. Approved changes will be published for all VYFA members.

Article IX

Financial Procedures

Checks, Drafts, and Funds:

All checks, drafts or other orders for payment of money, notes, or other evidence of indebtedness, issue in the name of, or payable to the VYFA, shall be signed or endorsed by two of the following officers: Treasurer, President or Vice President.

Endorsing for deposit only to the credit of the VYFA at the depository selected by the Board of Director shall require the signature of any of the above noted officers.

Contracts:

Any and all contracts, which may be executed in the name of the VYFA, shall be in such form as to be consistent with these Bylaws, Articles of Incorporation, or the laws of the state of California, and shall be approved by the Board of Directors prior to the execution thereof.

The President and the Secretary shall sign all contracts authorized by the Board of Directors.

Fiscal Year:

The fiscal year of VYFA shall run from January 1 to and including December 31.

D. Audits:

The books of the VYFA shall be turned over to an Audit Committee for auditing at the end of each fiscal year. Additional audits may be requested by the Board of Directors whenever the Treasurer may be replaced or at such time as the Board of Directors may deem it advisable.

Adopted:.....April 2, 1967
Revised:.....December 8, 1997
Revised:..... January 11, 2000
Revised:.....December 12, 2001
Revised:.....July 27, 2002
Revised:.....August 12, 2003
Revised:.....December 15, 2005
Revised:.....December 17, 2006
Revised:.....December 20, 2007
Revised:.....December 8, 2009

_____, President
Louis Pelupessy

Attest:

_____, Secretary
Kenneth Wallis II