

**Choconut Valley Youth Athletic Association, INC.
(CVYAA)**

Bylaws

Article I

Purpose, Name, Scope:

Section 1. The name of the Association shall be Choconut Valley Youth Athletic Association, Inc.

Section 2. The Association is created and organized, and shall be operated exclusively for charitable, recreational, and educational purposes, and no part of the net earnings of the Association or its property shall be devoted to the benefit of any private member or individual. The special purpose for which the Association is created and organized is to promote recreation for all ages within Northwestern Susquehanna County of Pennsylvania.

The Association may disseminate information, advice or suggestions to the townships of Northwestern Susquehanna County or other appropriate political subdivisions and may encourage and promote education of the public concerning recreation and the operation of recreational facilities. The Association may receive and disburse funds, acquire by purchase, gift or otherwise such property, equipment, accessories and appointments as may be necessary or desirable for the improvement, maintenance and operation of recreational programs and facilities, and in general may

do any and all acts as may be incident to the purpose indicated.

Section 3. In the event of the dissolution or liquidation of this Association, all its assets of every nature and description remaining after the payment, satisfaction and discharge of all of its liabilities and obligations, shall be paid and distributed to the townships or such municipal corporation in which the remaining assets are located.

Section 4. The Association shall not carry on propaganda or otherwise attempt to influence legislation, and shall not participate or interfere in any political campaign on behalf of any candidate for public office.

Section 5. CVYAA prohibits discrimination against any member of the community on the basis of race, religion, color, sex, age, national origin or ancestry, genetic information, marital status, parental status, sexual orientation, gender identity and expression, disability, or status as a veteran. The Association will conduct its programs, services and activities consistent with applicable federal, state and local laws, regulations and orders and in conformance with the procedures and limitations as set forth in Pennsylvania Equal Opportunity, Equal Access and Affirmative Action policy which provides specific contractual rights and remedies. Additionally, the Association promotes the full realization of equal opportunity for women, minorities, persons with disabilities and veterans through its affirmative action program.

Article II

CVYAA Organization Structure

Section 1. Organization Roles

- 1) Board of Directors / Officers
- 2) Members

Board of Directors positions include the following:

President

Vice President

Secretary

Treasurer

Detailed Roles of the Directors are defined in Article VI

Directors are custodians of the Association bylaws. They are Members of the Association and the ultimate owners of the Mission and Strategy for CVYAA. Directors are members of the Association for 1 year prior to taking office.

Members are comprised of Coaches, Program Leads, PTO leader, and interested members of our community that attend regular meetings, run or support a CVYAA program.

- Members have voting privileges on all subjects other than a decision that would change the Mission or overarching philosophy of the organization.
- Members are people of our community that agree to support the principles of this organization and demonstrate through their volunteerism, Association

- values. (eg. Coaches, Coordinators, Program Leads, PTO leader, School Administrators)
- Members attend CVYAA meetings regularly, share input and their best interest is in the betterment of the organization.
 - Any/all Members will be identified in a record secured by the Association Secretary and will be available for reference at all meetings.

Article III

Voting

Section 1. Director Voting Rights; Directors will vote on all subjects requiring a vote. Any subject that would have direct impact on the continuance of the mission and strategy of this organization will be voted upon only by Directors. When such a vote is required all Directors must vote. Since there are four Directors, a Member of the organization will be added when a majority vote is absent. This temporary Director will be defined by the President. The President will first look to the School Principal or the PTO Leader to fill the voting requirements.

Section 2. Member Voting Rights; each adult Member shall have voting rights and shall be entitled to one vote on each matter submitted to vote of the Members. Each Member shall have such other rights and privileges as the board may, from time to time, establish.

Article IV

Meetings of Members

Section 1. Annual Meeting; an annual meeting of members shall be held during the first full week of April as shall from year to year be fixed by the Board of Directors, for the purpose of election of Directors and for the transaction of any other such business as may come before the meeting.

Section 2. Monthly meetings during the school year will be held on the first Thursday of each month for the purpose of managing real time organizational logistics.

Section 3. Special Meetings; special meetings of the Members may be called either by the President, Directors, or by ten percent of the Members of the Association.

Section 4. Place of Meetings; the Board of Directors may designate any place within Northwestern Susquehanna County, Pennsylvania, as the meeting place for any purpose called by the board.

Section 5. Notice of Meeting; public notice (CVYAA) Web Site, stating the place, day and hour of any meeting of Members shall be available not less than seven or more than thirty days prior to the day of such meeting by or at the direction of the President to the Secretary or the persons calling the meeting. In case of any special meeting, the,

Agenda for which the meeting is called shall be stated in the notice.

Section 6. Quorum; A quorum at all regular or special meetings of the Association shall be $\frac{1}{2}$ of the Association's Directors. A vote of a majority by Members present at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the Members. If a quorum is not present at any meeting of Members, a majority of the Members present may adjourn the meeting without further notice, rescheduling for another time.

Article V

Board of Directors

Section 1. General Powers and Duties; the Board of Directors shall manage and control the business and affairs of the Association and shall determine the means through which the purposes of the Association are to be effected. The Board may carry out its activities through a system of committees, the number and nature of which are to be left to the discretion of the Board.

Section 2. Number and Tenure; the number of Directors elected by the members shall not be less than four or more than fifteen, the exact number to be fixed by resolution of the Board of Directors. The Directors of the Association shall be elected at the annual meeting. Each active Member shall be entitled to one vote for each Director to be

elected, and the candidate receiving the majority of the votes cast shall be declared elected. All Directors shall serve a term of at least one year.

Section 3. Regular Meetings; A regular meeting of the Board of Directors shall be held without other notice than this bylaw at the same place and time and jointly with, or immediately after, the annual meeting of Members. The Board of Directors shall provide by resolution the time and place, within Northwestern Susquehanna County, Pennsylvania, for the holding of additional regular meetings of the Board without notice and by such regulation.

Section 4. Special Meetings; special meetings of the Board of Directors may be called by or at the request of the president or any three Directors. The person or persons authorized to call the special meeting of the Board may fix any place within Northwestern Susquehanna County, Pennsylvania, as the place for holding such a special meeting of the Board. Notice of any special meeting of the Board shall be given at least five days prior, by notice delivered personally or sent by email to each Director to his or her address as shown by the record of the Association.

Section 5. Quorum; one-half of the Board of Directors shall constitute a quorum for the transaction of business of any meeting of the Board, and if less than ½ of the Directors are present at the meeting, a majority of the Directors present may adjourn the meeting without future notice.

Section 6. Absence From Meetings; each elected Director who fails to attend three consecutive meetings of the Board and who in the opinion of the Board of Directors, does not show good cause therefore, shall automatically cease to be a Director.

Section 7. Vacancies; Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessors in office, and a Director elected by reason of an increase in the number Directors shall be elected for a term expiring on the date of the next annual meeting of the members. Candidates for Board of Director positions must not be of immediate familial relation to other Board Members, i.e....Husband, Wife, Brother, Sister

Article VI

Directors – Detailed Roles and Responsibilities

Section 1. The Directors of the Association shall be one President, one Vice President, one Secretary, and one Treasurer. The Board of Directors may appoint other directors, including one or more Assistant Secretaries and one or more Assistant Treasurers as it shall deem desirable at the discretion of the Board. Such appointed officers have the authority to perform the duties described from time to time by the board of Directors. Any two or more

offices may be held by the same person except the offices of President and Secretary.

Section 2. Election and Term of Office; the Directors of the Association shall be elected by Association members at its regular annual meeting. Vacancies may be filled and new offices created at any Association meeting. Each elected Director shall hold office for the term of one year from the date of his election, or until his successor is elected and has been qualified.

Section 3. Duties of Directors;

- A) President; the president shall preside at all meetings of Members of the Association and of the Board of Directors and Executive Committee. The president shall see that all orders and resolutions of the Board are carried into effect.
- B) Vice President; the Vice President shall perform the duties and exercise the powers of the President during the absence or disability of the President. The Vice President shall have such powers and perform such duties as may from time to time be assigned by the president or the Board of Directors.
- C) Secretary; the Secretary shall keep minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records; and in general perform all duties incident to the office of the Secretary and such other duties as from time to time

which may be assigned by the President or Board of Directors.

- D)** Treasurer; if required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties as the Board of Directors shall determine. Treasurer shall have charge and custody of and be responsible for all financial records, funds and securities of the Association; receive and give receipts for money due and payable to the Association from any source whatsoever, deposit all such money in the names of the Association in such banks, trust companies or other depositories and shall be selected by the Board of Directors; and in general, perform all duties incident to the office of the Treasurer and such other duties as from time to time which may be assigned to him by the President or by the Board of Directors.
- E)** Assistant Treasurers and Assistant Secretaries; if required by the Board of Directors, the Assistant Treasurer shall give bonds for the faithful discharge of their duties as the Board of Directors shall determine. The Assistant Secretaries, in general, shall perform such duties as shall be assigned by the Treasurer, Secretary or by the President

Article VII

Contracts, Checks, Deposits, Funds

Section 1. Contracts; the Board of Directors may authorize any Member, in addition to the Directors so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or confined to specific instances, provided, however, that no such authorization may exceed the powers and purposes of the Associations described in Article I of these bylaws.

Section 2. Checks, Drafts, Or Other Orders; all checks drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association must be signed by any one designated elected Director of the Association.

Section 3. Deposits; All funds of the Association shall be deposited timely to the credit of the Association in such bank, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts; the Board or President may accept on behalf of the Association any contribution, gift bequest or devise for the general purposes or for any special purpose of the Association, and the Board may employ, by resolution, any reputable agency or organization to assist in raising funds for the authorized purpose of the Association.

Article VIII

Fiscal Year

The fiscal year of the Association shall be the calendar year.

Article IX

Security / Personal information

Section 1. At times the CVYAA Board of Directors and or Program Leads and Coaches may obtain personal information, (address, phone numbers, age, email address etc...). This information is not to be share publically and should be handled as personal and confidential information. Misuse of personal information will lead to immediate removal from the Association.

Section 2. Treasurer Audit; At any time during the Association fiscal year the Treasurer may be audited for accuracy and compliance. A report of this audit will be shared during regular schedule monthly board meetings. It is recommended that an audit be performed at least once a year. The person responsible to complete this audit and the audit process will be defined by the Board of Directors.

Section 3. Decisions/actions taken by the Board of Directors that are personal and confidential to any individual or group will be secured by the Secretary and not made available to the public. Example; The removal of a coach for behavior outside of the code of conduct.

Article X

Amendment to Bylaws

These Bylaws may be altered, amended or rewritten by a vote of two thirds of the adult members of the Association and at any regular or special meeting of the Association called for such purpose, at which there is a quorum, provide that notice of the proposed changes of the Bylaws shall have been given to the members of the Association not less than thirty days in advance of such regular or special meeting. These Bylaws may also be amended by a vote of two thirds of the Directors at any regular or special meeting of the Board called for such purposes at which there is a quorum, provided that notice of the proposed changes in the Bylaws shall have been given to the members of the Board not less than thirty days in advance of such regular or special meeting.

These Bylaws will be managed by a revision number and edit date for any future reference.