

Five Town Football Bylaws

Article I: Name

The name of the organization is Five Town Football (FTF)

Article II: Purpose

Through the game of football, Five Town Football creates a **fun**, positive atmosphere, focused on **leadership, sportsmanship, teamwork, and community** that builds a **healthy** foundation for the futures of kids from Hope, Appleton, Lincolnville, Camden and Rockport.

Article III: Membership

Membership is comprised of the Board of Directors.

Article IV: Board of Directors

Section 1: General Powers

The affairs of Five Town Football shall be managed by its Board of Directors. The Board of Directors shall have control of and be responsible for the management of the affairs and property of the organization. This includes but is not limited to:

- Approve Expenditures
- Approve Policy
- Approve Coaches
- Approve Coaching requirements
- Ensure FTF abides by all league rules
- Recruit Volunteers
- Decide dismissal of any coach, parent, player, board member in accordance with the policies that cover their affiliation.

Section 2. Number, Tenure, Orientation, Requirements, and Qualifications

- a. The number of Directors shall consist of no less than five (5) nor more than fifteen (15) including the following officers:
 - **President**
 - **Vice President of Administration**
 - **Vice President For Football Operations**
 - **Secretary**
 - **Treasurer**
- b. The members of the Board of Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified.
- c. All members of the Board of Directors must express their intent to serve, be nominated and seconded by an existing Board Member, approved by a 2/3 majority vote of the members present and voting. No vote on new members

- of the Board of Directors shall be held unless a quorum of the Board of Directors is present as provided in Section (X) of this Article.
- d. To qualify for board service, a person must: live or work in the Five Towns; remain members in good standing with the board requirements established in this section; must not be convicted of crimes while serving.
 - e. Board Members shall serve up to three two-year terms. At the adoption of these by-laws, board member and officer's terms shall be staggered such that no more than half the board and 3 officers are up for election in the same year. Should an officer resign prior to the end of his or her term, other officers may be requested to extend their terms to maintain at least 2 consistent officers in a calendar year.
 - f. Newly elected Board Members will receive the by-laws, copies of all FTF policies, coaching manuals, appropriate Positive Coaching Alliance links and an opportunity to attend training that FTF makes available to Board Members and coaches. Board Members are expected to read furnished materials in a timely manner to enable their participation in Board activities.
 - g. All Board Members are required to: attend 4 of 5 meetings per year; raise funds by either soliciting sponsors for the sponsorship program or other fundraising activities approved by the board; participate in at least one other sanctioned volunteer activity other than board meetings.

Section 3. Regular and Annual Meetings

The Board of Directors meets 5 times per year on a day of the month agreed by the board in December of every year at a location designated by the executive committee.

Section 4. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President or any two members of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any location, as the place for holding any special meeting of the Board called by them.

Section 5. Notice

Notice of any special meeting of the Board of Directors shall be given at least two (2) days in advance of the meeting by telephone, or electronic methods.

Section 6. Quorum

A simple majority of current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business. The act of a majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

Section 7. Forfeiture

Any member of the Board of Directors who fails to fulfill any of his or her requirements as set forth in Section 2 of this Article by November 1st shall be

notified by the Secretary that his or her seat on the Board will be forfeited unless they present a plan to return to good standing by December 1 that is approved by the board in the December meeting. The Secretary shall notify the Board of Directors on December 1 if a plan has been received. If the board member does not present a plan, the Board of Directors may forthwith proceed to fill the vacancy. If the Board the Board of Directors rejects the plan may forthwith proceed to fill the vacancy.

Section 8. Vacancies

Whenever any vacancy occurs in the Board of Directors it shall be filled without undue delay by a majority vote of the remaining members of the Board of Directors at a regular meeting. Vacancies may be created and filled according to specific methods approved by the Board of Directors.

Section 9. Compensation

Members of the Board of Directors shall not receive any compensation for their services as Directors.

Section 10. Informal Action by Directors

Any action required by law to be taken at a meeting of the Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, including email, setting forth the action so taken, shall be agreed by a majority of all of the Directors following notice of the intended action to all members of the Board of Directors.

Section 11. Confidentiality

Directors shall not discuss or disclose information about Five Town Football or its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a need to know, or the disclosure of such information is in furtherance of FTF's purposes, or can reasonably be expected to benefit FTF. Directors shall use discretion and good business judgment in discussing the affairs of FTF with third parties. Without limiting the foregoing, Directors may discuss upcoming fundraisers and the purposes and functions of FTF, including but not limited to accounts on deposit in financial institutions.

Section 13. Parliamentary Procedure

Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order.

Section 14. Removal

Any member of the Board of Directors may be removed with or without cause, at any time, by vote of three-quarters (3/4) of the members of the Board of Directors if in their judgment the best interest of FTF would be served thereby. Each member of the Board of Directors must receive written notice of the proposed removal at least ten (10) days in advance of the proposed action. An officer who has been removed as a member of the Board of Directors shall automatically be removed from office.

Members of the Board of Directors who are removed for failure to meet the minimum requirements in Section 2 of this Article in these by-laws automatically forfeit their positions on the Board pursuant to Section 7 of this Article, and are not entitled to the removal procedure outlined in Section 14 of this Article.

Section 15. Resignation

Board Members, including officers are able to resign with a letter (email) to the President. The President is responsible for reporting to the board, so that the Board may fill the vacancy. If for any reason, the President wants to resign, they must express their intention in writing to the Board.

Article V: Officers

Section 1. President

The President shall preside at all meetings of the Board. The President shall have the following duties:

The President shall preside meetings of the Board:

Fundraising:

- Create annual fundraising plan.
- Maintain accurate sponsor records.
- Develop donor prospect list.
- Coordinate fundraising efforts with board members and parent volunteers.
- Maintain active communication and relationships with FTF donors.
- Apply or support the application for grants.
- Lead other fundraising efforts as decided by the Board of Directors

Volunteer Recruitment

- Establish a list of routine volunteer roles/responsibilities to enable recruiting.
- Collaborate with Executive Committee to ensure their project volunteer needs are fulfilled.
- Identify volunteer opportunities in the community for FTF or organize support from FTF families for community volunteer opportunities.
- Establish and execute volunteer management guidelines.
- Maintain regular contact with parent and other community volunteer groups

General Management

- Ensure FTF retains at least \$2500 financial cushion at the conclusion of each season.
- Serve as a member in good standing, as defined by the FTF Bylaws, of the FTF Board of Directors
- Check FTF post office box weekly and distribute mail accordingly
- Serve as head of the Admin Committee
- Complete duties of the FTF President in their absence
- Complete all other General Management duties as needed or assigned by the FTF Board of Directors
- Where appropriate use qualifiers to clarify the task – where, when, why or how often – for example instead of “greet visitor to the office” use “greet visitors to the office in a professional and friendly manner”

Section 2. Vice-President of Administration

The Vice President of Administration shall preside meetings of the Board when the President is not present. The Vice President of Administration shall have the following duties:

FTF Administration

- File and retain all records regarding FTF insurance
- Track and insure all coaches have an active 2yr background check on file
- File and retain all applications for facilities use (Camden Snow Bowl field use, CRMS field use, CHRHS facilities use for special events, etc)
- Distribute and insure that all Parent paperwork is fully completed and submitted prior to each teams first game
- Schedule and coordinate all ImPact baseline testing
- Maintain records of head injuries.
- Complete all other FTF paperwork as needed or assigned by the FTF Board of Directors and/or President

Registration

- Setup online registration for all FTF seasons online through Sports Office or other designated site according to Board established timelines
- Track registrations and submit rosters to all coaches prior to the start of each season
- Distribute and track returns of all raffle tickets sold in lieu of registration fees.
- Assist with recruiting for seasons through the dissemination of season information to existing email list
- Complete all other registration related tasks as needed or assigned by the FTF Board of Directors and/or President

General Management

- Serve as a member in good standing, as defined by the FTF Bylaws, of the FTF Board of Directors
- Check FTF post office box weekly and distribute mail accordingly
- Serve as head of the Admin Committee
- Complete duties of the FTF President in their absence
- Complete all other General Management duties as needed or assigned by the FTF Board of Directors and/or President

Section 3. Vice President of Football Operations

Coach Recruitment & Training

- Prepare or participate in the preparation of a coaching manual.
- Ensure coaching manual is consistent with league rules, coaching best practices and safety requirements approved by the board.
- Ensure all coaches are knowledgeable about coaching requirements for FTF, have a coaching manual and are following its contents.
- Ensure coaches have the necessary training to ensure FTF player safety and the ability to teach the level of football required for their teams.
- Ensure teams have enough coaching staff to safely manage the team size.

Equipment:

- Ensure equipment is kept in good working order
- Submit equipment needs to the board for budgeting
- Order or request the President to order necessary equipment
- Ensure an inventory is completed on all equipment and equipment not in good order is discarded.

Field Management:

- Ensure fields are accessible for practice and games.
- Ensure fields are lined for games
- Ensure all equipment for score board is in good working order
- Ensure President has knowledge of volunteers needed to manage the field and support officials for games.

League Management:

- Represent FTF at all league meetings or identify a representative.
- Ensure FTF's positions/interests are represented at league meetings.
- Ensure FTF board and coaching staff are aware of changes/developments in the league.
- Maintain a relationship with the HS coach as needed to support FTF players moving into the HS program.

General Management

- Serve as a member in good standing, as defined by the FTF Bylaws, of the FTF Board of Directors
- Check FTF post office box weekly and distribute mail accordingly
- Serve as head of the Admin Committee
- Complete duties of the FTF President in their absence
- Complete all other General Management duties as needed or assigned by the FTF Board of Directors and/or President

Section 4. Secretary

The Secretary shall attend all meetings of the Board and of the Executive Committee, and will act as a clerk thereof. The Secretary's duties shall consist of:

Record Keeping

- Maintain accurate minutes of all board meetings and prepare them for approval at each meeting.
- Correspond and retain correspondence on behalf of FTF as needed.
- Support the VP of admin in all record keeping for FTF.

General Management

- Serve as a member in good standing, as defined by the FTF Bylaws, of the FTF Board of Directors
- Check FTF post office box weekly and distribute mail accordingly
- Serve as head of the Admin Committee
- Complete duties of the FTF President in their absence
- Complete all other General Management duties as needed or assigned by the FTF Board of Directors and/or President

Section 5. Treasurer

Financial Management

- Prepare a budget consistent with the directives of decisions of FTF Board of Directors.
- Ensure FTF does not enter into debt unless approved by the board.
- Actively manage the finances of FTF, preparing checks, paying bills, and accounting for income as needed.
- Regularly reconcile income and expenses with bank statements.
- Prepare timely financial reports for board review.
- Prepare reimbursements for board member expenses.

Compliance:

- File registration and tax reports with federal, state, and local authorities as needed.

General Management

- Serve as a member in good standing, as defined by the FTF Bylaws, of the FTF Board of Directors
- Check FTF post office box weekly and distribute mail accordingly
- Serve as head of the Admin Committee
- Complete duties of the FTF President in their absence
- Complete all other General Management duties as needed or assigned by the FTF Board of Directors and/or President

Section 6. Election of Officers

The Nominating Committee shall submit at the meeting prior to the annual meeting the names of those persons for the respective offices of the Advisory Board. Nominations shall also be received from the floor after the report of the Nominating Committee. The election shall be held at the annual meeting of the Advisory Board. Those officers elected shall serve a term of one (1) year, commencing at the next meeting following the annual meeting. Officers of the Executive Committee shall be eligible to succeed themselves in their respective offices for two (2) terms only.

Section 7. Removal of Officer

The Advisory Board with the concurrence of 3/4 of the members voting at the meeting may remove any officer of the Board of Directors and elect a successor for the unexpired term. No officer of the Board of Directors shall be expelled without an opportunity to be heard and notice of such motion of expulsion shall be given to the member in writing twenty (20) days prior to the meeting at which motion shall be presented, setting forth the reasons of the Board for such expulsion.

Section 8. Vacancies

Board members shall be responsible for nominating persons to fill vacancies which occur between annual meetings, including those of officers. Nominations will be made during board meetings. The persons so elected shall hold membership or office for the unexpired term in respect of which such vacancy occurred.

Article VI: Committees

The Board and volunteers will draft policy and execute FTF activities via 4 committees.

Section 1. Fundraising

FTF's annual fundraising goal is \$20,000 - \$25,000 raised through program fees, sponsorships, raffles, merchandise sales, and concessions. The FTF fundraising committee will undertake the following activities:

- Maintain an up to date list of all current donors to FTF inclusive of contact information
- Create a donor prospect list of individuals and businesses foundations that can be solicited by FTF
- Develop & maintain a sponsorship program
- Organize the solicitation of FTF donors and prospects by Board Members & Parents by providing lists, informational materials to support the solicitation, and

- Manage follow-up and correspondence with FTF donors inclusive of thank you letters and sharing news and information about FTF activities.
- Organize necessary materials with the Admin Committee for raffle tickets.
- Coordinate the supply and sale of FTF merchandise
- Coordinate the supply and sales of game concessions with team parents.
- Identify possible foundation funders.
- Develop proposals for fundraising to be approved by the full board.
- Organize other fundraising activities as deemed desirable by the committee and approved by the full board.
- Other duties as requested by the President or the board, or that are adopted by the committee

Section 2. Community Engagement

In order to sustain and grow FTF, the organization must build a football culture within our community by promoting the value of the sport to kids, parents, potential donors, and influential community members that can help or hurt the organization depending upon their attitudes. The community engagement committee will undertake the following activities:

- Recruitment
- Outreach and coordination with schools
- Outreach to community organizations
- Organizing FTF's participation in community events, including but not limited community service activities, town events, and parades.
- Regularly share FTF information with parents via email
- Recruit player and parental participation in FTF activities and fundraising
- Promote FTF via traditional and digital media
- Coordinate on non-fundraising activities as desired with CHRHS Football Boosters
- Other duties as requested by the President or the board, or that are adopted by the committee

Section 3. Administration

The Administration committee is responsible for ensuring that the program operates in a way that is efficient for players and parents, transparent, accountable, and in compliance with our safety, legal, and fiscal obligations. The Administration Committee will undertake the following activities:

- Program registration
- Maintenance and distribution of player rosters and contact information to coaches and parents
- Management of insurance
- Coaches background checks
- Together with Football Ops maintain records of football equipment inventory
- Compliance with federal filings to maintain our 501c3 status
- Checking FTF mailbox

- Other duties as requested by the President or the board, or that are adopted by the committee

Automatic Members of this committee: VP Admin, Secretary, Treasurer, and Registration Manager

Section 4. Football Operations

The FTF Football operations committee ensures that all aspects of our football programs operate at a high standard providing **fun**, positive atmosphere focused on **leadership, sportsmanship, teamwork, and community** that builds a **healthy** foundation for our athletes future.

The football Ops Committee will undertake the following activities:

- FTF has a high quality system that promotes our athletes development;
- Ensures trained coaches are available for all programs;
- Maintains a coaches training protocol to make sure that new coaches are integrated into the FTF system;
- Ensures coaches adhere to the mission and values of the program and integrate the Positive Coaching Alliance methods into FTF coaching practices;
- Identifies facilities and prepares them for FTF program use.
- Together with Admin maintain inventory football equipment
- Ensure safe, functioning, certified equipment
- Participate in league meetings and scheduling;
- Ensure that FTF is aware of and complies with league rules;
- Ensure that FTF has officials & EMTs at home games;
- Ensures that at least one coach at every practice and game is designated to implement the concussion protocol as written in the FTF concussion policy.

Article VII: Conflict of Interest

Section 1. Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions

Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures

- a. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- b. **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- c. **Procedures for Addressing the Conflict of Interest**
 - 1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - 2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - 3. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - 4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

- d. Violations of the Conflicts of Interest Policy
 - 1. If the board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - 2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings

- a. The minutes of the board and all committees with board delegated powers shall contain:

The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Compensation

FTF does not offer any compensation to its board or volunteers. FTF will reimburse for expenses associated with the execution of FTF activities.

Section 7. Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether partnerships, joint ventures, and arrangements with other organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article IX: Non Discrimination

Five Town Football does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are

committed to providing an inclusive and welcoming environment for all members of our board, volunteers, vendors, and players.

Article V: Amendment

Section 2. Bylaws

The Board of Directors may amend these Bylaws by majority vote at any regular or special meeting. Written notice setting forth the proposed amendment or summary of the changes to be effected thereby shall be given to each director within the time and the manner provided for the giving of notice of meetings of directors.