

CONSTITUTION & BYLAWS
OF
BERWICK YOUTH FOOTBALL LEAGUE, INC.

ARTICLE ONE – PREAMBLE & NAME

The name of the organization shall be **BERWICK YOUTH FOOTBALL LEAGUE, INC.**, hereinafter referred to as the **BYFL**. It shall be a non-profit organization. The principal office will be located at P.O. Box 287, Berwick, Pennsylvania 18603. The BYFL may have such other offices, either within or outside the County of Columbia, State of Pennsylvania, as the Board of Directors from time to time may determine.

ARTICLE TWO – MISSION STATEMENT

The purpose of the BYFL is to augment the physical and mental development of children through learning and playing the sport of football. It is the intention of the BYFL to give all eligible individuals the opportunity to participate in the American tradition of football that encompasses instilling the sense of teamwork, fair play, and good sportsmanship.

ARTICLE THREE – MEMBERSHIP

3.1. – Classes of Membership – The BYFL will have one class of Members, and no more than one Membership may be held by any one person. The rights and privileges of all Members will be equal. Each member will be entitled to one vote.

3.2. – Qualifications – The following individuals shall be eligible for Membership in the BYFL:

3.2.1 – Any adult, defined as 18 years or older in residence of the Berwick Area School District.

3.3. – Prohibitions – In order to be considered a Member such individuals must not be delinquent with respect to payment of registration fees, sponsorship funds, fundraiser proceeds, or other monies or equipment owed to the BYFL. They must also not have been barred from the activities of the BYFL pursuant to official action by the BYFL Board of Directors, Articles of Incorporation, or these Bylaws.

3.3.1 – No resident shall be accepted for membership if the Board of Directors deems there is a conflict of interest with the stated goals and interest of the BYFL.

3.4. – Compliance – BYFL members must agree to be bound by the Articles of Incorporation of the BYFL, by these Bylaws, and by such rules and regulations as the BYFL Board of Directors may from time to time adopt; copies of which may be obtained upon request.

3.5. – Admission to Membership – The BYFL Board of Directors will from time to time prescribe the form and manner in which application may be made for Membership. Membership approval is dependent on criteria as defined by the BYFL Board Bylaws and amplified by the rules and regulations of the BYFL.

3.6. – Property Rights - No Member shall acquire by membership and right, title, or interest in any of the property or assets, including any earnings or investment income, of the BYFL, nor will any of such property or assets be distributed to any Member on its dissolutions or winding up.

3.7. – Liability of Members – No Member of the BYFL shall be personally liable for any of its debts, liabilities, or obligations, nor will any Member be subject to any assessment.

3.8. – Transfer, Termination, and Reinstatement – Membership in the BYFL is nontransferable. A Member may apply for reinstatement in the same manner as application is made for initial membership. Membership will terminate on the earlier of:

3.8.1 – The resignation or death of a Member,

3.8.2- A Member's failure to meet requirements set out in these Bylaws or such rules and regulations as the BYFL Board of Directors may from time to time adopt.

3.8.3 - January 1st of each year.

3.8.4- Termination by Board action.

ARTICLE FOUR

MEMBERSHIP FEES AND DUES

4.1. – Membership Fees- The BYFL Board of Directors will set the membership fees for each session. The Board may also waive such fees for those who demonstrate an inability to pay, such demonstration to be determined by the Board.

4.2 – Membership Fees- The BYFL Board of Directors shall set the Membership fees for each session.

ARTICLE FIVE

MEETINGS OF MEMBERS

5.1. – Monthly Meetings- A monthly meeting of Members will be held at 7:00pm on the fourth Wednesday of every month at a place the BYFL Board of Directors may designate from time to time by resolution. Appropriate for consideration at such meetings will be the announcement of available positions on the Board of Directors, nomination and election periods and such other corporate business as may come before the meeting and authorized for consideration by the BYFL Board of Directors. If the day fixed for the annual meeting will be a legal holiday in the State of Pennsylvania, such meeting will be held on the next succeeding business day. If the election of the President or the Board of Directors will not be held on the day designated for an annual meeting, or any adjournment of such a meeting, the Board of Directors will cause the election to be held at a special time and such date will be announced at this meeting.

5.2. – Annual Meeting- The annual meeting will be held the fourth Wednesday in January.

5.3.- Special Meetings- Special meetings of members may be called by the BYFL President, its Board of Directors, or not less than two-thirds of such members as may be qualified to vote.

5.4.- Notice of Meetings- Written or printed notice stating the place, date, and hour of any meeting of Members must be delivered to each member entitled to vote at the meeting not less than 5 (five) days before the date of the meeting.

5.5.- Voting Rights- Members will be entitled to the following voting rights:

5.5.1- Any member in good standing with the BYFL shall be entitled to 1 (one) vote. All voting shall be done in person.

ARTICLE SIX

GOVERNMENT

6.1.- Designation of Officers- The BYFL Board of Directors shall consist of 12 members which are as follows: President, Vice President, Secretary, Treasurer, and other such officers as may be elected in accordance with the provisions of this Article.

6.2. – Election and Term of Office- The Board of Directors shall be elected by the majority vote of the general membership of the organization in the 10th month of the year. The Board of Directors will announce at an annual meeting of members that it will be accepting nominations for candidates.

6.2.1. – Each director will hold office commencing with their election and serve until the expiration of their term as set forth below and are eligible for re-election.

6.2.2- Ideally, newly elected officer should accompany the incumbent officers during the remainder of the year (months 11 and 12) sufficiently to become familiar with their responsibilities.

6.2.3- The newly elected President and Board of Directors should coordinate with the incumbent President and Members prior to January 1st to ensure an orderly and cooperative transition.

6.2.4 – The term length of a director shall be 2 years, unless the director resigns pursuant to Article 6.3.

6.2.5- The term length of an executive officer shall be 4 years, unless the executive officer resigns pursuant to Article 6.3. An executive officer should have served no less than 1 year as a Director prior to election to executive service.

6.2.6- All terms expire at 11:59pm of the year any directors term was to be completed. The Executive Board will meet on an annual basis and establish the terms of those directors who are set to expire in that year.

6.2.7 – Any person seeking a Board of Directors seat, by election of the General Members, must be a current member of the Berwick Youth Football League, Inc.

6.2.8 – Any person seeking a Board of Directors seat, by election of the General Members, must have given notice to the president of the Berwick Youth Football League, Inc. no less than 14 days prior to the day of election.

6.3. – Resignations- Any member of the Board of Directors may resign by giving written notice to the President. Such resignations shall take effect immediately, unless otherwise stated in the written notice. If resignation is

given to the President or is publicly announced, that resignation will also take effect immediately. The acceptance of the resignation shall not be necessary to make it effective.

6.4. - Vacancies – In the event of a vacancy in any office, whether due to death, resignation, removal, disqualification, or otherwise, the President shall appoint a replacement to complete the unexpired term of the resigned officer subject to removal as granted in these Bylaws for any officer. In the event of the resignation of the President, the Vice- President shall assume those duties and responsibilities on an interim basis until such time as the Board of Directors may consider candidates and elect a replacement.

6.5. – Executive Board of Directors – By orders of the President and approval of the Board of Directors, an Executive Board is formed and will be called upon from time to time to handle confidential issues involving the league, including but not limited to issues involving the conduct and behavior of other members of the Board of Directors, Members of the BYFL, or financial issues involving Members. This entity will be responsible for providing information to the other members of the Board in full disclosure on a need-to-know basis as determined by the entity. This entity may be called upon by the President to review rules, policies, procedures, and general guidelines for how the BYFL conducts business and to present findings to the Board of Directors in general session. The following officers will comprise the Executive Board of Directors: The President, Vice-President, Secretary, and Treasurer.

ARTICLE SEVEN

COMMITTEES

7.1. – Executive Committees – By majority vote of the directors in office, the Board of Directors may, by duly adopted resolution, establish one or more committees, each of which will consist of two or more directors. These committees, to the extent provided by such resolution, will have and exercise the authority of the Board of Directors in the management of the BYFL. However, the designation of and delegation of authority to such committees will not relieve the Board of Directors, or any director individually, of any responsibility imposed on the Board of Directors or any individual director by the Bylaws, the Articles of Incorporation, or law.

7.2. – Terms of Office – Each member of a committee will continue as such until January 1st of the year of Service on the Board of Directors, unless such committee is abolished sooner, or unless such member is removed or ceases to qualify as a member of the committee.

7.3. – Vacancies – Vacancies in the membership of any committee will be filled by appointments made in the same manner as provided in the case of original appointments, and any member so appointed will serve for the remaining unexpired term of his or her predecessor.

7.4. – Rules – Each committee may adopt such rules and regulations for its meetings and the conduct of its activities as it may deem appropriate. However, such rules and regulations are required to be consistent with these Bylaws, and regular minutes of all proceedings are required to be kept.

ARTICLE EIGHT

MEETINGS OF THE BOARD OF DIRECTORS

8.1. – Place of Meetings – Meetings will be held at such place or places as the Board of Directors may from time to time by resolution designate; or, in the absence of such delegation.

8.2. – Time of Meetings – Regular meetings will be held as soon as convenient after the first meeting of Member with a minimum monthly meeting commencing on January 1 or as prescribed by the Board of Directors.

8.3 – Notice – Notice of all meetings, other than those deemed emergency, shall be issued by the Secretary to each member not less than five (5) days before the date of the meeting.

8.4. – Emergency Meetings – The Secretary will call an emergency meeting if the President or any member of the Executive Committee, or a majority of the Board of Directors (if submitted to the Secretary in writing), requests such a meeting. In such event, telephone or electronic mail notification to each director prior to the meeting will be deemed sufficient.

8.5. – Quorum – A majority of the Board of Directors will constitute a quorum for the transaction of business at any meeting of the Board. However, if less than a majority of the directors are present at any meeting, a majority of directors present may adjourn the meeting from time to time without further notice.

8.6. – Forum – All meetings will be conducted in open forum. Confidential matters may be brought to the Board in closed sessions. Interested parties wishing to be on the agenda, must give due notice to the President. The President may call for a closed meeting with only voting Members to discuss issues of confidential matters regarding individual participants, coaches or parents, when open discussions would be deemed detrimental to a person's or persons' character or standing in the community.

8.7. – Rules of Order – **Robert's Rules of Order** shall be the parliamentary authority for all matters of procedure not specifically covered in this Constitution or Bylaws. The organization shall keep correct and complete records of accounts, and shall keep minutes of the meetings. The first order of business for each meeting of the President and Members shall be the ratification of the minutes of the preceding meeting.

8.8. – Voting – Except as may otherwise be provided in these Bylaws, or in the Articles of Incorporation of the BYFL, or by law, the act of a majority of directors present at any meeting at which a quorum is present will constitute the Board of Directors. The BYFL President does not possess the power to vote except in the case of a tie vote among members of the Board of Directors at a duly constituted meeting with a quorum present.

8.9. – Suspension – If a Board member fails to attend two (2) consecutive Board meetings without a valid excuse (such validity to be determined by the Board), the Board, by majority vote can terminate his/her Board Membership.

ARTICLE NINE

POWERS OF THE BOARD AND FINANCIAL POLICY

9.1. – Exercise and Delegation – Except as otherwise provided in the Articles of Incorporation, or by law, the powers of this corporation will be exercised, its properties controlled, and its affairs conducted by the Board of Directors, which may, however, delegate the performance of any duties or the exercise of any powers to such officers and agents as the Board may from time to time, by resolution, designate.

9.2. – Solicitation and Distribution of Funds –

9.2.1 – Solicitation of Funds – No solicitation of funds will be permitted in the name of the BYFL unless approved by the BYFL Board of Directors.

9.2.2 – Sponsorship – The BYFL requires individual team sponsorship funds in the amount of \$500.00 to be solicited and collected from the treasurer of the organization. All of the sponsorship funds are due by June 1st of the current football season. Every sponsor will be contacted by the 3rd Wednesday in April to determine their intentions of continuing sponsorship. If any sponsor decides to relinquish their sponsorship of a team, the next business/individual on a list maintained by the BYFL President shall be granted the first opportunity to sponsor that team.

9.2.3 – Contributions – All funds of the BYFL will be deposited from time to time to the credit of the BYFL in such banks, trust companies, or other depositories as the Board of Directors may by resolution select.

9.3. – Checks, Drafts, and Orders of Payment – All disbursement shall be made by check or similar instrument. All checks, drafts, or orders for payment must be signed by the Treasurer and the President or such officer or officers, agent or agents of the BYFL and in such a manner as the Board of Directors will from time to time by resolution determine. There will be no disbursement of the BYFL's funds for any use or purpose other than the conduct of the BYFL business or sponsored activity.

9.4. – Compensation – The Board of Directors of the BYFL shall not receive, directly or indirectly, any salary or remuneration from the BYFL for services rendered to the BYFL. The directors may, subject to the majority vote of disinterested directors and consistent with the BYFL's Conflict of Interest Policy to be signed by each director, receive a fair and reasonable reimbursement for the costs they have incurred for merchandise, supplies, equipment, or professional services furnished to BYFL in carrying out the purpose for which the BYFL was formed.

9.5. – Liability of Directors – Neither the President nor the members of the Board of Directors shall be personally liable for its debts, liabilities, or other obligations.

9.6. – Insurance – Team insurance must be purchased by the organization prior to commencement of the first day of practice.

9.7. – Dissolution – In the event of dissolution of the BYFL, all physical assets will be liquidated and any funds remaining shall be distributed to one or more non-profit, tax-exempt organizations dedicated to serving the youth of Berwick. The Board of Directors shall determine to whom the funds are granted.

9.8. – Management of Income Property – The Board of Directors may determine, by resolution from time to time duly adopted, to delegate in whole or in part, the management, investment, and disposition of the property of the BYFL for the purpose of earning an income from that property, as distinguished from the matter of applying property and funds to charitable purposes, to a Finance Committee consisting of not less than four members of the Board of Directors, elected by the Membership during the Annual Meeting by majority vote, or to one or more trust companies or banks duly authorized to conduct a trust or banking business under the laws of Pennsylvania.

9.9. – Common Trust Funds – The Board of Directors may, by resolution from time to time duly adopted, establish one or more common trust funds for the purpose of investing the BYFL's funds and those of any religious, beneficial, charitable, or educational institution affiliated with the BYFL, whether the BYFL holds such funds or property as a fiduciary or otherwise, subject to such terms and conditions as are set forth in the Articles of Incorporation or by law.

9.10. – Contracts – The Board of Directors may, by duly adopted resolution, authorize any officer or officers, agent or agents of the BYFL, in addition to the officers so authorized by the Bylaws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the BYFL. Such authority may be general, or confined to specific instances.

9.11. – Gifts and Contributions – The Board of Directors may:

9.11.1. – Accept on behalf of the BYFL any contribution, gift, bequest, or devise of any type of property (“donations”), for the general and special charitable purposes of the BYFL, or on such terms as the Board or committee will approve;

9.11.2. – Hold such funds or property in the name of the BYFL or of such nominee or nominees as the Board or committee may appoint;

9.11.3. – Collect and receive the income from such funds or property;

9.11.4. – Devote the principal or income from such benevolent and charitable purposes as the Board or committee may determined; and

9.11.5. – Enter into an agreement with any donor to continue to devote the principal or income from the donation to such particular purpose as the donor may designate and after approval of such agreement by the Board or committee devote the principal or income from that donation according to the agreement.

ARTICLE TEN

DUTIES OF OFFICERS

10.2. – President –

10.2.1. – The President shall be responsible for conducting the affairs of the BYFL and for executing the policies established by the Board of Directors.

10.2.2. – The President shall be responsible for the conduct of the BYFL in strict conformity to the policies, principles, rules, and regulations as agreed to under the charter issued to the BYFL by the State of Pennsylvania.

10.2.3. – The President, or his/her designate, shall preside at all meetings of the Board of Directors. The President is also a member of the Board of Directors and is entitled to one vote.

10.2.4. – The President will serve as the representative of the BYFL in all related affiliations.

10.2.5. – The President, or such other officer as he/she may designate in writing, shall have the power to make and execute for and in the name of the BYFL such contracts and leases as necessary, with the approval of the Board of Directors.

10.2.6. – The President shall investigate complaints, irregularities, and conditions detrimental to the BYFL and report these to the Board of Directors.

10.2.7. – The President shall seek assurance of the eligibility of the player and, with the assistance from the Secretary examine the application and supporting proof-of-age document of every player candidate, and certify to as to the residence and age eligibility before the player candidate may be drafted or placed on a team.

10.2.8. – The President shall determine the agenda of the Board of Directors meetings.

10.2.9. – The President shall cause the corporate tax documents to be filed by December 31st of each year.

10.3. – Vice President –

10.3.1. – The Vice President shall assume the duties of the President when the President is unavailable.

10.3.2. – The Vice President shall perform all duties assigned to him/her by the President, and work with any Member if need arises. The Vice President shall serve as the Parliamentarian of the Board.

10.4. – Secretary –

10.4.1. – The Secretary shall be responsible for recording the activities of the BYFL and maintaining appropriate files, mailing lists and necessary records. The Secretary shall perform such duties as are herein specifically set forth, in addition to other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.

10.4.2. – The Secretary shall maintain a list of all Members of the Board of Directors and committee members and give notice of all meetings of the BYFL. The Secretary shall handle all correspondence as directed by the Board of Directors.

10.4.3. – The Secretary shall keep and have available the minutes of each Board of Directors meeting.

10.5. – Treasurer –

10.5.1. – The Treasurer shall perform such duties as are herein specifically set forth and such other duties as are customarily incident to the office of the Treasurer or may be assigned by the Board of Directors.

10.5.2. – The Treasurer shall receive all monies and securities for the football treasury.

10.5.3. – The Treasurer shall maintain accurate financial records for the BYFL and furnish a financial statement to the Board of Directors upon request from the President.

10.5.4. – The Treasurer shall keep records for the receipt and disbursement of all monies and securities of the BYFL football treasury, approve all payments from allotted funds, and draw and sign checks therefore.

10.5.5. – The Treasurer shall, under the direction of the President, prepare an annual budget for submission to the Board of Directors, in regard to operation of the football league only.

10.5.6. – The Treasurer shall be responsible for insurance and related items.

10.5.7. – The Treasurer shall present a final Treasurer's Report at the end of the season, subject to an audit. The Treasurer shall prepare necessary informational returns required to be filed with the Internal Revenue Service.

10.6. – Field/Equipment Director

10.6.1. – The Field/Equipment Director shall ensure access to facilities, and shall arrange for field set-up and dismantling for football practice and games.

10.6.2. – The Field/Equipment Director shall coordinate and assign practice and game fields for all football teams with Division Directors.

10.6.3. – The Field/Equipment Director, working alongside the Treasurer, shall be responsible for soliciting bids to obtain best price in obtaining equipment, uniforms, and supplies. The Field and Equipment Director shall purchase required equipment, uniforms, and supplies in keeping with the approved budget or as may be approved by the BYFL Board of Directors.

10.6.4. – The Field/Equipment Director shall be responsible for and in charge of the inventory, storage, repair, issuance, and collection of all playing equipment and supplies.

10.7. – Fundraising Director –

10.7.1. – The Fundraising Director shall be responsible for the solicitation and evaluation of bids regarding the procurement of any fundraiser product according to the fundraiser program approved from time to time by the Board of Directors.

10.7.2. – The Fundraising Director shall be responsible for coordinating the issuance of the fundraiser product and the maintenance of adequate records regarding fundraiser product issued according to the fundraiser program approved from time to time by the Board of Directors.

10.7.3. – The Fundraiser Director shall be responsible for coordination of the collection of fundraiser proceeds and the maintenance of adequate records regarding fundraiser proceeds collected.

10.7.4. – The Fundraiser Director shall report to the Treasurer in a timely manner the delinquent status of a Member with regard to submission of fundraiser proceeds.

ARTICLE ELEVEN

ELIGIBILITY OF PLAYERS

11.1. – Residence Eligibility – All football players, cheerleaders, and drill team members must meet ***at least one*** of the following residence eligibility requirements:

11.1.1. – Reside within the Berwick city limits,

11.1.2. – Attend a school in the Berwick School District, regardless of residence city,

11.1.3. – Attend a school that is located within the Berwick Limits, regardless of residence city,

11.1.4. – Special consideration and/or exemption may be extended to players not meeting any of the Eligibility Requirements set forth above, during the flag football season.

11.2. – Eligibility – Grade level for each division shall be as follows for fall season.

11.2.1. - A Division – 5th and 6th grades with 130lb Max for skilled positions in that division.

11.2.2- B Division – 2nd (optional) 3rd and 4th grade with 100lb Max for skilled positions in that division

11.2.3 – Fall Flag Division- K, 1st and 2nd(optional) grades- No designated weight limit

11.2.6 – **Littles Division (Flag Football)** – Ages 5 and 6. The child must not be 7 years old during or prior to the last game of the flag football season. The age/date deadline will be subject to change by the Board of Directors each year.

11.2.7 – **Bigs Division (Flag Football)** – Ages 7 and 8. The child must not be 9 years old during or prior to the last game of the flag football season. The age/date deadline will be subject to change by the Board of Directors each year.

11.2.8 – **Megas Division (Flag Football)** -- Ages 9 and 10. The child must not be 11 years old during or prior to the last game of the flag football season. The age/date deadline will be subject to change by the Board of Directors, each year.

11.2.9 – **7v7 Division** Ages 11, 12, & 13. The child must not be 14 years old during or prior to the last game of the 7v7 season.

11.3. – **Weight Restrictions** – The Board may from time to time set additional limitations based on weight or age. Such weight/age limitations must be approved by the Board and incorporated into the Official Rules of the BYFL prior to the commencement of each playing season.

11.4. – **Special Eligibility Considerations** – The BYFL Board of Directors in a duly constituted meeting may specifically approve requests for players, or cheerleaders to participate in a division described in Paragraph 2 of this Article, if that player's age does not meet the eligibility requirements for that division set forth therein. Additionally, the Board in a duly constituted meeting must specifically approve requests for players to participate in nonconformity with any weight or age or residence limitations imposed by the Official Rules as set forth in this Article. Such requests may be made by a player, a parent, or a director. The motion to allow such player to participate shall be carried by a majority of the Board of Directors.

11.5. – **Parental Release** – At registration, each parent or guardian shall be required to sign a "Release of Liability and Certificate of Health" form on behalf of the child. The execution of this form will represent an affirmation that the football player or cheerleader is in good health and that the child is able to participate in all facets of the BYFL sanctioned league activities.

11.6. – **Registration and Fee Waivers** – The Board will set the football player and cheerleader registration fee for each season. The inability to pay the fee will require the completion of an application to qualify for a fee waiver, which shall be submitted to the BYFL Board of Directors for approval. All applications will be held in the strictest confidence by the President and the members of the Board. If by the first game, the registration fee and/or copy of football player's birth certificate are not on file with the BYFL, then the child will not be allowed to participate.

ARTICLE TWELVE

TEAMS

12.1. – **Number of Teams** – There will be a maximum of four teams in each of the divisions. The establishment of additional teams will be governed by the number of eligible applicants and the availability of certified and

approved coaches at the discretion of the BYFL Board of Directors. At the close of registration, the Board will determine the number of teams in each division for the current playing season.

12.2 – Composition of Teams in Tackle Divisions – The teams in the Midget, Junior Midget, and Pony Divisions will be limited to a minimum of 15 players with a maximum of 25, at the onset of the season.

12.3—Composition of Teams in Flag Divisions – The teams during the Flag Football Season shall be broken down into three divisions: Littles (5&6 years old), Bigs (7&8 years old), and Megas (9&10 years old). Each team will be limited to a minimum of 10 players with a maximum of 12 players per roster, at the onset of the season.

ARTICLE THIRTEEN

COACHES/ADVISORS

13.1.- Selection Process – A written application must be completed by each applicant regardless of prior participation or experience as a coach in the BYFL or any other sports program. All coaches/advisors will be screened and approved by the BYFL Board of Directors.

13.2. – Eligibility Requirements – All Head Coaches/Advisors and Assistant Coaches/Advisors must be a minimum of eighteen (18) years of age and should have prior football experience. No person will be permitted to become a Head Coach/Advisor or Assistant Coach/Advisor in the BYFL if that person has been convicted of any crime of child neglect, endangerment, or abuse. False or misleading information provided in the application will be grounds for immediate termination and dissociation from the BYFL.

13.3. – Disciplinary Action – Disciplinary guidelines will be determined by the Board of Directors and made part of the official rules of the BYFL for the current year.

13.4. – Mentor Program - Two special assistants who are young students from the senior high level may be recruited by the Head Coach of each team to assist, learn, and coach in the BYFL Mentor Program.

13.5 Background Checks – Mandatory back ground checks must be done for all of the Coaches, Assistants Coaches, Advisors, and Instructors on the team rosters. Also, a mandatory back ground check must be done on all association and conference officers. This rule does not apply to coaches, assistant coaches, advisors, and instructors under the age of 18. Failure to follow this By-Law may result in a \$500.00 fine, suspension and/or probation for the team. If a team is found to violate this By-Law an officer of the league will be assigned responsibility for the offending teams. Background check must be completed every 2 years for returning coaches, assistant coaches, advisors, or instructors on the team rosters.

ARTICLE FOURTEEN

INDEMNIFICATION

The Board of Directors of the BYFL may authorize the payment of expenses incurred by, or to satisfy a judgment or fine rendered or levied against, a present or former director or officer of the BYFL, or the estate, executor,

administrator, heirs, legatees, or devisees of such person, in an action brought by a third party against such person (whether or not BYFL is joined as party defendant) to impose a liability or penalty on such person for an act alleged to have been committed by such person in his or her capacity as a director or officer, or by the BYFL, or by both. Such person may also be reimbursed for amounts paid and expenses reasonably incurred in settling any such action or threatened action; provided, that the Board of Directors determines in good faith that such director or officer was acting in good faith within what he or she reasonably believed to be the scope of his or her authority, and for a purpose which he or she believed to be in the best interests of the BYFL.

The Board of Directors may, in its sole discretion, authorize the payment of expenses incurred by, or satisfy a judgment or fine rendered or levied against, a present or former employee of the BYFL, or the estate, executor, administrator, heirs, legatees, or devisees of such person, in an action brought by a third party against such person (whether or not the BYFL is joined as a party defendant) to impose a liability or penalty on such person for an act alleged to have been committed by such person while an employee, or by the BYFL, or by both. Such person may also be reimbursed for amounts paid and expenses reasonably incurred in settling any such action or threatened action; provided, that the Board of Directors determines in good faith that such employee was acting in good faith within what he or she reasonably believed to be in the scope of his or her employment or authority, and for the purpose which he or she reasonably believed to be in the best interests of the BYFL.

ARTICLE FIFTEEN

MISCELLANEOUS

15.1. – Books and Records – The BYFL will prepare and maintain correct and complete books and records of account and will also keep minutes of the meetings of its Members, Board of Directors, and committees, and will keep at the registered or principal office a Membership book giving the names and addresses of Members entitled to vote. All books and records of the BYFL may be inspected by any director, or Member, or the agent of either, or any proper person, at any reasonable time.

15.2. – Fiscal Year – The fiscal year of the BYFL will begin on the first day of January and end on the last day of December in each year.

15.3. – Waiver of Notice – Whenever any notice is required to be given under the provisions of the Pennsylvania Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or these Bylaws of the BYFL, a waiver of such notice in writing signed by the person or persons entitled to such a notice, whether before or after the time stated in such notice, will be deemed equivalent to the giving of such notice.

15.4. – Rules of Order – Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered in these Bylaws of the Articles of Incorporation.

ARTICLE SIXTEEN

AMENDMENTS

Subject to the limitations of the Articles of Incorporation, these Bylaws, and the Pennsylvania Non-Profit Corporation Act, concerning corporate action that has to be authorized or approved by the Members of the

organization, the Bylaws of the BYFL may be amended, repealed, or added to, or new bylaws may be adopted, by two-thirds of the Board of Directors.