

# **YOUTH CHEERLEADING 2019 BY-LAWS**

Last Updated 8/1/19

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# BY-LAWS

## **Article 1        Name**

This organization shall be known as Sunset Apollo Youth Cheer, LLC.

## **Article II        General Purpose**

Sunset Apollo Youth Cheer, LLC (also referred to as SAYC, LLC) is an organization exclusively for charity and education by inspiring youth to practice fitness, character development, and sportsmanship through active participation in the art of cheerleading through a 501(c) 3 nonprofit agency. Sunset Apollo Youth Cheer, LLC participants will be admitted without discrimination of the basis of race, color, religion, age, sex, national origin, sexual orientation, or disability.

### **Specific Purpose**

1. To acquaint participants grades 2 –8 with the fundamentals of cheerleading and athleticism.
2. To acquaint participants with a knowledge of the game of football.
3. To promote teamwork by encouraging participants to work as one harmonious unit.
4. To support the community in which we live through volunteering and fundraising opportunities.

To achieve this, Sunset Apollo Youth Cheer, LLC will provide a supervised program under the Rules and Regulations herein and is organized exclusively for this charitable purpose. No part of the net earnings of Sunset Apollo Youth Cheer, LLC shall be for the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the entity shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth herein. Sunset Apollo Youth Cheer, LLC is not organized and shall not be operated for the private gain of any person.

### **Personal Liability**

No officer or director of Sunset Apollo Youth Cheer, LLC shall be personally liable for the debts or obligations of Sunset Apollo Youth Cheer, LLC of any nature whatsoever, nor shall any of the property or assets of officers or directors be subject to the payment of the debts or obligations of Sunset Apollo Youth Cheer, LLC.

## **Article III        Organization**

1. Sunset Apollo Youth Cheer, LLC is a non-profit organization reliant on volunteers. No part of the earnings shall benefit any individual in this organization. All fundraising money raised in excess of individual cheerleading expenses will go towards the organizations budget, account balance will carry over to the following year.
2. All cheerleading activities will be governed by Sunset Apollo Youth Cheer, LLC Board of Directors. The board will consists of officers including a President, Vice-President, Secretary and Treasurer.
3. The Board of Directors shall determine and enforce all rules and regulations concerning cheerleaders.
4. The organization may be dissolved by the written consent of not less than 2/3 of the members. In the event of the dissolution other than for purposes of reorganization and

the organization whether voluntary or involuntary or by operations of law, none of the property of the organization nor any proceeds thereof nor any assets of the organization shall be distributed to any members but after payment of the debts of the organization. Its property and assets shall be given to a charitable organization for the benefit of cheerleading and the community selected by the Board of Directors.

#### **Article IV      Officers and Duties**

The board will elect annually, by November 30<sup>th</sup>, a President, Vice-President, Secretary Treasurer by members of the organization at an open board meeting for all registered members. Voting membership is granted to a registered parent/guardian's athlete whose account is up to date.

The board shall consist of four (4) persons. The board may not increase or decrease the number of members without amending these bylaws, and in no event shall the number of members be less than three (3). The board may consist of both males and females, and shall be elected without discrimination of the basis of race, color, religion, age, sex, national origin, sexual orientation, or disability.

#### **Officer Duties:**

##### **President**

1. Shall preside at all meetings of the board and make, execute and acknowledge for and on behalf of Sunset Apollo Youth Cheer, LLC.
2. Shall prepare the agenda prior to each board meeting and distribute to board members 24 hours prior to the scheduled board meeting.
3. Shall call special meetings as he/she deems necessary, in addition to the regularly scheduled monthly meetings.
4. Shall serve as the hearing officer in the event of a dispute in or in association with Sunset Apollo Youth Cheer, LLC.
5. Shall oversee activities of all Board Members and will delegate specific tasks to board members as needed.
6. Shall not vote on any matter but will make a final decision if the board is unable to reach a majority vote decision.
7. Shall work with the Vice-President in the selection of head coaches and approval of assistant coaches.
8. Shall work with the Vice-President and Treasurer to determine any charges or fees to be waived.
9. Shall be one of the officer's required to release funds via check signing, debits and drafts of the organization if the Treasurer is unavailable.

##### **Vice-President**

1. Shall assist the President and perform duties as assigned by the President.
2. Shall assume all duties of the President in his/her absence.
3. Shall work with the President in the selection of the head coaches and approval of assistant coaches.
4. Shall complete background checks of all coach candidates and board members.
5. Shall arrange for building use permits to be filed with the school district and THPRD as needed.

6. Shall make coach apparel recommendations to board for vote.

#### **Secretary**

1. Shall maintain minutes of all board meetings and post on Sunset Apollo Youth Cheer, LLC website monthly as well as email to Board members within 2 days of all meetings.
2. Shall issue all notices to members, conduct all correspondence to board members and cheerleading parents.
3. Shall be responsible for the custody of the By-laws.
4. Shall prepare all materials/forms for pre-registration, uniform fitting, camp and all other documents relating to Sunset Apollo Youth Cheer, LLC.

#### **Treasurer**

1. Shall develop and administer the financial policy of the Association.
2. Shall be responsible for control of funds including all disbursement, collection and bookkeeping of funds.
3. Shall be responsible for updating and maintaining all accounts details and contact information.
4. Will report monthly to the board at scheduled meetings or as requested by the President.
5. Shall oversee the scholarship awards/financial aid in coordination with Tualatin Hills Park and Recreation District, THPRD or any other future entity which will provide scholarships.
6. Shall be responsible for filing of an Annual Information Return to the Internal Revenue Service.
7. Shall at the end of term in office, return all books, records, funds, papers, documents and all other property of Sunset Apollo Youth Cheer, LLC to the President.
8. Shall be one of the primary officers required to sign the checks and drafts of the organization.
9. Shall be responsible for submitting all information to the Oregon Secretary of State to ensure the organization's active/good standing.
10. Shall utilize reimbursement support for all reimbursement to Board Members.

#### **Board Member Nominee Requirements:**

1. In order to be elected as an officer on the Board, a member must have been associated with Sunset Apollo Youth Cheer, LLC for one season as a parent, coach or board member.
2. There must be no outstanding balance owed to Sunset Apollo Youth Cheer, LLC to be eligible for Board or coaching position.
3. It is highly recommended the nominee for President and Vice President have a minimum of one year experience as a board member with Sunset Apollo Youth Cheer, LLC.
4. A nominee for a position on the Board of Directors must submit a completed Board of Director application.

#### **Article V Meetings**

1. Regular meetings of the board will be held once a quarter as designated by the President.
2. The President must be notified prior to the meeting of any guest speakers attending any of the monthly board meetings.

3. Special meetings may be held as deemed advisable or necessary by the President.
4. The President will determine the location of all meetings.
5. All non-board attendees are welcome to observe but will refrain from participating in the meeting until the open forum unless the board requests feedback from attendees prior. This will enable the board to complete their scheduled business.
6. An Annual meeting of the members shall take place in November in which the board of directors will be elected, receive reports on the activities of the association, and determine the direction of the league for the upcoming year.
7. Meetings by telephone and transacting business by other means. Board members may participate in a meeting of the board of Directors by means of telephone conference, video conferencing or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting for purposes of a quorum or voting. The Board shall have the power to transact business by mail, electronic mail, telephone, or facsimile, if in the judgment of the President the urgency of the case requires such action; but if the board holding one-third (1/3) of the voting power of the board indicate their unwillingness to decide such a matter in such manner, the President must call meeting of the Board of Sunset Apollo Youth Cheer, LLC to determine the question at issue.

#### **Order of Business**

1. Roll Call
2. Reading of the Minutes of the preceding meeting
3. Reports of the Officers
4. Old and Unfinished Business
5. New Business
6. Open Forum
7. Adjournment

#### **Article VI Voting Privileges**

1. At all meetings, except for the election of officers, all votes shall be by voice. For annual election of officers, all votes shall be by ballot by members present at the meeting (electronic voting can be considered, ensuring each family only votes once and allows SAYC, LLC representative direct access to survey/ballot results) who are in good standing. No inspector of election shall be a candidate for office or shall be personally interested.
2. In the event that matters need to be resolved and voted upon between regularly scheduled monthly meetings, Board Members can vote electronically. Any issue needing vote shall be sent to Board Members via email and replies will be recorded as votes and placed in following meeting minutes by the Secretary.
3. Election of annual board members will result from majority vote of all registered members parent/guardian members at an open board meeting who shall have one vote each, per active and in good standing family.
4. The President shall only vote in the case of a tie during a regular board meeting. The President is allowed to vote at the Annual Board of Directors Election meeting.
5. Proxy voting is not allowed. In order to vote at any General or Board of Director meeting, a voting member must be present at the meeting.

6. The Vice-President, Secretary and Treasurer shall have one vote each. In the event a Board Member holds more than one position which entitles them to a vote, said individual shall only have right to vote once (1).
7. A majority vote of the Board of Directors shall pass a: motion; rule; regulation; activity or to replace a board vacancy.
8. Final nominations for officers shall take place by October 31st. Voting for Cheerleading Board officers shall take place at the regular board meeting in November, no later than November 30<sup>th</sup>. The new board will take effect on December 1<sup>st</sup> of each year.

#### **Article VII Cheer Finances**

1. No member of the organization will be allowed to disburse or permit funds without prior approval of the BOARD OF DIRECTORS and/or the voting membership of the organization.
2. All funds belonging to the organization which are collected by any Board Member or designees of the organization shall be logged in the financial ledger signed off by two (2) people; one of them must be a Board Member. All monies must be deposited no after than 72 hours after event if the funds exceed four hundred dollars (\$400.00).
3. The Treasurer is authorized to establish and maintain both a checking and savings account in the name of the organization. A single (1) debit card may be obtained for the use of paying bills and purchasing only. The debit card shall have the name of the Organization and the name of the Treasurer on it.
4. The monies paid out in excess of \$400.00 from the organization shall have two (2) approvals for each transaction. Requestor should seek approval at monthly Board meeting however if need arises to expend funds between scheduled meetings, requestor may reach out to Board via electronic communications and replies will be recorded as votes, then placed in following meeting minutes by Secretary. The following approved Board of Directors may sign for transactions:
  - a. President
  - b. Vice President
  - c. Treasurer
  - d. Secretary
5. All payments must be made by the organization checking account. **NO CASH PAYMENT TRANSACTIONS!** No cash withdrawals may be performed using the debit card.

#### **Discretionary Spending**

The Board of Directors may deem that certain immediate purchases may be necessary between the times that the general voting membership meets. In these situations, the Board of Directors by majority vote may spend up to a total of \$1,000 (combined, all purchases) between meetings of the general voting membership without needing the approval of general voting membership. At the next general meeting, the board shall present an accounting in full of the purchase(s) and the reason(s) for these purchases to the general voting membership.

1. The Board may have one or more events with the purpose of raising funds for operations, insurance, and all other incidental expenses.

2. The President and Treasurer shall prepare a budget showing the funds necessary to operate for the entire season. This budget must receive final approval from the Board by the 2<sup>nd</sup> meeting of the season in February.
3. All transactions must have an itemized receipt and be returned to the Treasurer for the organization records.
4. All cash transactions must have a signed receipt prepared in duplicate.

#### **Article VIII Insurance**

1. Sunset Apollo Youth Cheer, LLC teams must be insured. The cost of this insurance shall be determined by the time an annual budget is prepared and shall be included in the athlete's participation fee.
2. The insurance must include approved liability.
3. All insurance must be negotiated by the designated representative.

#### **Article IX Protest Procedures**

To lodge any protest, grievance, or allegedly unfair action of any kind, a written letter must be in the hands of the President within 48 hours following the incident.

1. All necessary parties must be notified of the impending protest as soon as possible. The President shall ensure all parties are notified.
2. The President shall meet with the teams/parties involved and each will have an opportunity to present evidence in support of their claim. The President may also request production of the evidence; non-production of said evidence may result in an unfavorable decision against the complainant. If unable to reach an agreement the issue must be reviewed by the Board for a final decision.
3. Following a hearing with the teams/parties, the Board will render a decision concerning the protest.
4. If an issue arises with one of the Board Members or Coaches, the President or Vice-President has the right to conduct a meeting and request a Board vote on the matter without that board member or coach present. The Board Member or coach in question will be notified in person, email or mail and has the right to state his/her cause and present any evidence that may be pertinent within 48 hours of notification. If no response is received within this timeframe the board vote will be final. No voting privilege will be allowed if the party in question is a Board Member. These discussions will be confidential.

#### **Article X Amendments Procedures**

1. Any proposed change regarding the cheerleading program is to be submitted to the Board members and will need a majority vote from the Board to initiate any changes.
  - A. These proposed rules shall be emailed with the minutes of the meeting of that month to the Board members.
  - B. The proposed rule changes will be discussed in the November meeting in order to clarify the intent or other misunderstandings pertaining to the proposed rule.
2. Any proposed change must be passed by a majority vote of the Sunset Apollo Youth Cheer, LLC Board of Directors, the President's vote acts as a tiebreaker.

3. Any passed rule change will become effective in December.

**Article XI Conflict of Interest and Ethical Practices**

If any officer or Member of the Board has a financial interest in any contract or transaction involving SAYC, such individual shall not participate in SAYC's evaluation or approval of such contract or transaction unless the material facts of the relationship or interest are disclosed or known to the other members. If such disclosure is made, the contract or transactions will not be voided if the Board in good faith authorized the contract or transaction by the affirmative vote of the majority of the disinterested Board Members, and the contract or transactions is fair to SAYC at the time it is authorized.

**Article XII Duration**

The period of duration of the entity is perpetual.

**Article XIII Miscellaneous**

The Board of Directors shall have the right and duty to determine the outcome of any unusual event, or any rule violation, whether specified or not specified in these rules, so long as the Constitution, By-Laws and Rules & Regulations of Sunset Apollo Youth Cheer is not in conflict.

**Article XIII Dissolution**

Upon termination or dissolution of Sunset Apollo Youth Cheer, LLC, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to Sunset Apollo Youth Cheer, LLC. In the event there is no similar organization, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Oregon to be added to the general fund.