

FAIRFIELD COUNTY FOOTBALL LEAGUE, INC.
CONSTITUTION

Amended and Restated November 15, 2014

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**FAIRFIELD COUNTY FOOTBALL LEAGUE, INC.
CONSTITUTION**

**Article 1.
Name and Governing Statute, Governing Instruments,
Member Organizations and Associated Persons**

Section 1. Name and Governing Statute. The name of this organization is Fairfield County Football League, Inc. (the "**FCFL**" or the "**Corporation**"), a corporation formed under the Connecticut Revised Nonstock Corporation Act.

Section 2. Governing Documents. The FCFL shall be governed by this Constitution, which shall serve as the bylaws of the Corporation. This Constitution shall take precedence over the FCFL's Rules and Regulations in the event of any conflict between or among them. The **Rules and Regulations** include written rules, regulations, policies, codes of conduct and contracts with associated persons adopted from time to time by the Board of Directors (the "**Board**"), regardless of whether the writing is denominated as a Rule and Regulation or otherwise.

Section 3. Member Organizations. The FCFL is comprised of the following youth football organizations ("**Member Organizations**")¹:

- a) Darien Junior Football League, Inc.,
- b) Fairfield Wildcats Football
- c) New Canaan Youth Football,
- d) Ridgefield Youth Football & Cheer
- e) Weston Trojan Youth Football & Cheer
- f) Westport Police Athletic League, and
- g) Wilton Youth Football League.

Section 4. Associated Persons. Each "associated person" (as defined below) of the FCFL, is subject to the provisions of the Charter, this Constitution and the Rules and Regulations and to all decisions made by the Board of Directors from time to time; and, by being associated with the FCFL (in whatever capacity), each associated person is deemed to agree that he, she or it is subject to the provisions of the Charter of the FCFL, this Constitution, the Rules and Regulations and all decisions made by the Board of Directors

¹ The term "Member Organization" is intended to be descriptive only and one of convenience. The Corporation's Certificate of Incorporation provides that the Corporation does not have members within the meaning of the Connecticut Revised Nonstock Corporation Act.

from time to time. As used in this Constitution, "**associated person**" means each Member Organization and each individual associated with the FCFL or a Member Organization, including Directors, members of the boards of directors of Member Organizations or persons performing similar functions, Officers, officers of Member Organizations or persons performing similar functions, Field Commissioners, referees, coaches (which term, as used in this Constitution, includes head coaches and assistant coaches at all levels of involvement with their team), trainers, teams, players and cheerleaders² team photographers and team cameramen (this is not intended to apply to the legitimate press), members of field crews, statisticians, spectators, parents of participants when appropriate, and all other persons associated with the FCFL, directly or through a Member Organization.

Article 2. Objectives

The objectives of the FCFL are to:

- a) provide an opportunity for all Member Organizations to play football during the fall months to youth without regard to race, creed, color, national origin or gender;
- b) implant the ideals of good sportsmanship, honesty, loyalty and citizenship;
- c) assure appropriate supervision by individuals who are dedicated to youth and their best interests;
- d) provide a safe, organized learning experience while teaching the fundamentals of football; and
- e) discourage use of alcohol, tobacco, drugs and other abusive substances.

Article 3. Participation

Section 1. Residence and Other Requirements. Any youth living within Membership Organization towns³ and meeting the age, grade, and skill requirements as set forth in the Rules and Regulations shall be eligible to participate. Youth from other cities and towns shall be afforded the same opportunity if a league open to residents of their town becomes

2 As the context allows, players and cheerleaders may be referred to collectively in this Constitution as "participants."

3 All Member Towns can invite a small number of players from non-FCFL surrounding towns to participate in its league, subject to approval by FCFL Board of Directors no later than the FCFL jamboree preceding season of participation.

a member of the FCFL or as decided by the Board on a case-by-case basis. In deciding whether to admit a non-resident youth, the Board shall consider such relevant factors as the needs of the FCFL and the youth's other available opportunities to participate in football as a player or cheerleader.

Grade, age and medical condition that is deemed by FCFL to put a youth at risk and place of residence shall be the only reasons for not allowing a youth to play in the FCFL, with the exception that any youth whose conduct is detrimental to his or her team, coaches or the FCFL, or who violates the rules of football or Rules and Regulations, may be suspended or expelled from the FCFL.

There may be circumstances when, in the opinion of the head coach a youth does not possess the physical and/or emotional maturity required to play football in the FCFL without potentially exposing himself or herself to undue risk of harm or without unduly interfering with the experience intended to be provided to other players. In these circumstances, it would be appropriate for the coach to discuss the situation with FCFL officials and the youth's parents or guardians. The coach and FCFL officials have the final say whether the youth shall be permitted to continue his or her participation in the league.

Section 2. Qualifications of Member Organizations. Member Organizations shall be local community or recreational programs or groups of citizens of sufficient financial and other stature as to insure continuity of sponsorship, demonstrated interest and demonstrated concern for the welfare of league participants.

An interested youth football organization must petition the Board for admission as a Member Organization and must supply in full all information requested by the Board. All determinations of whether a particular youth football organization shall be admitted as a Member Organization shall be made on a case-by-case basis. The Board shall make all decisions regarding the admission of new Member Organizations, including establishing the terms of any probationary periods or other conditions of admission. In making such determinations, the Directors shall be permitted to consider all factors that they believe are relevant and their decisions during the process of considering a particular youth football organization for admission as a Member Organization shall not be deemed to create a binding precedent. Among the conditions of admission are the approval by the Board of the color of the new Member Organization's uniforms and the new organization's bearing of the expense of providing new uniforms to its players, if required, and of any other direct or indirect costs of admittance as a Member Organization.

Section 3. Qualifications of Directors, Officers and Coaches. Directors, Officers and coaches shall be individuals whose election will enhance league prestige and whose participation in governance will help to assure that the FCFL will meet or exceed its objectives.

Article 4. Board of Directors

Section 1. Board of Directors Governs. All corporate powers of the FCFL shall be exercised by and under the authority of, and the FCFL's activities, property and affairs shall be managed by or under the direction of, the Board of Directors.

Section 2. General. The Board or any committee thereof may hold meetings, both regular and special. Special meetings of the Board may be called by the President or a majority of the Directors in office. The Board may determine the time and place for the holding of regular meetings without notice.

Section 3. Annual Meeting. The Board shall hold an Annual Meeting to hear committee and financial reports relating to the just-completed fiscal year, to elect officers and Directors, and to conduct other pertinent business. The Annual Meeting of the Board shall be held no later than the first Wednesday of February of each year. No notice of the meeting (other than this Section) to the Directors shall be necessary to legally constitute the meeting, provided a quorum is present. In the event the meeting is not so held, the meeting may be held at such time and place as shall be specified in a notice given as provided below for special meetings of the Board

Section 4. Notice of Regular Meetings. Regular meetings shall be held in accordance with a schedule to be distributed at the Annual Meeting each year. No notice of a regular meeting (other than this Section) to the Directors shall be necessary in order legally to constitute the meeting, provided a quorum is present. In the event the meeting is not so held, the meeting may be held at such time and place as shall be specified in a notice given as provided below for special meetings of the Board.

Section 5. Notice of Special Meetings. Notice of any special meeting of the Board shall be delivered by any means permitted by applicable law, including orally when reasonable under the circumstances. Notice of a special meeting normally should be given at least 24 hours prior to the meeting.

Section 6. Content of Notices. Neither the business to be transacted at, nor the purpose of, any annual, regular or special meeting of the Board need be stated in the notice, unless specifically required by statute, this Constitution. Unless stated in a written notice of the date, time, place and purpose(s) of a meeting, no provision in this Constitution may be brought up for adoption, amendment or repeal.

Section 7. Waiver of Notice. Whenever any notice is required to be given pursuant to applicable law, this Constitution, a waiver thereof in writing, signed by the Director or Directors entitled to notice, whether before or after the time stated therein, shall be deemed the equivalent of notice and the waiver shall be filed with the records of the meeting. A Director's attendance at or participation in a meeting waives any required notice to that Director unless the Director, at the beginning of the meeting or promptly upon the his or her arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 8. Meetings of the Board of Directors. The President, or, in his or her absence, the First Vice President, or, in his or her absence, the Second Vice President, shall serve as the chairman of and shall conduct all meetings of the Board. The order of business and all other matters of procedure at any meeting of the Board shall be determined by the chairman of the meeting. The chairman of any meeting of the Board may prescribe such rules, regulations and procedures and take such action as, in his or her discretion, are appropriate for the proper conduct of the meeting, including, without limitation, (a) maintaining order and security at the meeting; (b) limiting attendance or participation at the meeting to Directors and other such persons as the chairman of the meeting may determine; (c) restricting admission to the time set for the commencement of the meeting; and (d) limiting the time allotted to questions or comments by Directors and participants. Unless otherwise determined by the chairman of the meeting, meetings of the Board shall not be required to be held in accordance with rules of parliamentary procedure.

Section 9. Quorum and Required Vote. At any meeting of the Board, a majority of the Directors or delegates in office immediately before the meeting begins shall constitute a quorum for the transaction of business. Except as provided otherwise in this Constitution, the act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board (including actions to amend this Constitution (except as expressly provided otherwise herein) and to suspend or otherwise imposing sanctions with respect to associated persons).

Any action amending the Charter of the Corporation, or expelling an associated person from association with the FCFL, or action under Article 8, Section 5(b)(ii) ("Finances and Insurance – Responsibility for Insurance, Documentation and Medical Services")⁴ shall require the approval of two-thirds of the Directors present at any meeting at which a quorum is present.

If a quorum is not present at any meeting of the Board of Directors, a majority of the Directors present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present. The Directors present at a meeting at which a quorum was present may continue to transact business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum.

Section 10. Committees of the Board. By the affirmative vote of a majority of the Directors in office when the action is taken, the Board may appoint committees of the Board, each committee to be composed of two or more Directors. The Board may designate a chairman of any committee, and such chairman shall set the time and place of its meetings unless the Board shall otherwise provide. The Board shall have the power at any time to change the membership of any committee, to fill vacancies, to designate alternate members to replace any absent or disqualified member or to dissolve any committee.

Section 11. Committee Meetings; Notice. Subject to override by the Board, a meeting of any committee of the Board may not be called without the consent of the chairman of the committee. Notice of committee meetings shall be given in the same manner as notice for special meetings of the Board. Unless the Board designates one or more Directors as alternate members of any committee who may replace an absent or disqualified member at any meeting of the committee, the members of any such committee present at any meeting and not disqualified from voting may, whether or not they constitute a quorum, appoint another Director to act at the meeting in the place of any absent or disqualified member of such committee.

Section 12. Committee Meeting Quorum; Required Vote. At meetings of any committee, a majority of the committee members shall constitute a quorum for the transaction of business and the act of a majority of the members present at any meeting at which a quorum is present shall be the act of the committee.

⁴ This provision relates to documentation of data about the players.

Section 13. Standing Committees. To assist the Officers in formulating Rules and Regulations for consideration by the Board in the Officers' respective areas of responsibility, outlined in Article 5, there shall be constituted the following Standing Committees: Policy; Rules; Scheduling; Safety; and Referees. Each Standing Committee shall be chaired by the Officer designated in Article 5 or designated ad hoc by a vote of the majority of the Directors present at a meeting at which a quorum is present and have at least two other Directors among its membership.

Section 14. Size of the Board of Directors; Proportionate Representation. The number of Directors constituting the Board of Directors will consist of three members from each Member Organization. Each Member Organization is entitled to have the same number of "its nominees" (individuals nominated by Directors associated with that Member Organization) serve as members of the Board of Directors as each other Member Organization. The number of Directors constituting the Board may be increased or decreased from time to time by amendment of this Section; provided that (a) any amendment that would result in a Member Organization's being entitled to have a different number of its nominees serve as members of the Board of Directors than any other Member Organization must be approved by the affirmative vote of two-thirds of the Directors present at a meeting at which a quorum is present, and (b) the tenure in office of a Director in office at the time of any decrease in the number of Directors shall not be affected as a result thereof.

Section 15. Removal of Directors. Any Director may be removed from the Board with or without cause by the affirmative vote of at least two-thirds of the Directors present at a meeting at which a quorum is present. In determining the presence of a quorum for purposes of considering or acting upon the removal of a Director, the Director in question shall be disregarded as a director if he or she is not present at the meeting or portion thereof at which the matter of his or her removal is to be considered.

Section 16. Vacancies. If for any reason any or all of the Directors cease to be Directors, such circumstance shall not terminate the Corporation or affect this Constitution or the powers of any remaining Directors hereunder (even if fewer than three Directors remain). Any vacancy occurring in the Board for any reason, including by reason of an increase in the number of Directors may be filled by a majority of the remaining members of the Board even if such majority is less than a quorum. A Director elected by the Board to fill a vacancy serves until the next annual meeting of the Board and his or her successor is elected and qualifies.

Section 17. Minutes. The Board and any committee thereof shall keep regular minutes of its proceedings and post on website [within 60 days].

Section 18. Action without a Meeting. Any action required or permitted to be taken at any meeting of the Board or of any committee thereof may be taken without a meeting, if a written or electronic consent thereto is signed by each member of the Board or of such committee and such written or electronic consent is filed with the minutes of proceedings of the Board or committee.

Section 19. Participation by Telephone and Other Means. Any or all of the members of the Board or any committee thereof may participate in a regular or special meeting of the Board or committee by means of, or conduct the meeting through the use of, any means of communication by which all Directors participating in the meeting can simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting.

Section 20. Annual Elections. Directors shall be subject to election by their predecessor Board at the Annual Meeting and shall hold office for one year thereafter or until their successors is duly elected and qualified. They shall receive no remuneration for their services. In the event of a vacancy on the Board, the Board shall promptly elect a qualified individual to fill the vacancy until the next Annual Meeting. If the vacancy resulted from a departure from the Board then, regardless of the reason for the departure, the Member Organization associated with the individual whose departure from the Board resulted in the vacancy shall nominate a qualified individual as promptly as practicable for consideration and election by the Board.

Section 21. Attendance at Meetings. Should any Director or their proxy be unable or unwilling to attend at least 50% of scheduled Board meetings occurring between consecutive Annual Meetings, that person shall not be entitled to serve as a member of the Board, and his or her position shall be considered vacant.

Section 22. No Bond Required. Unless required by law, no Director shall be obligated to give any bond or surety or other security for the performance of any of his or her duties.

Section 23. Reliance. Each Director, officer, employee and agent of the FCFL shall, in the performance of his or her duties with respect to the FCFL, be fully justified and protected with regard to any act or failure to act in reliance in good faith upon the books of account or other records of the FCFL, upon an opinion of counsel or upon reports made to the FCFL by any of its officers or employees or by the adviser, accountants, appraisers or other experts or consultants selected by the Board of Directors or officers of the FCFL, regardless of whether such counsel or expert may also be a Director

Article 5. Officers

- Section 1. Designation of Officers. The Officers of the FCFL shall be chosen by the Board of Directors and shall be a President, a First Vice President, a Second Vice President, a Third Vice President, a Fourth Vice President, a Fifth Vice President and a Sixth Vice President; Each Member Organization is to have at least one Executive Officer on the Board. The Board of Directors may also choose such additional officers or assistant officers as it may deem advisable
- Section 2. President. The President shall serve as the chief executive officer of the FCFL and as the chairman of, and shall oversee, Board meetings, discussions, and votes.
- Section 3. First Vice President shall be responsible for Scheduling, league structure (registration, numbers of teams, divisions, playoff format, etc.) and monitor and enforce compliance with rules regarding the FCFL's Web site.
- Section 4. Second Vice President shall be responsible for implementation of the Rules and Regulations. As Chairman of the Rules Committee, he or she shall preside over Protest Committee hearings.
- Section 5. Third Vice President shall be responsible for Policy compliance and have such responsibilities and duties as are determined by the Board of Directors or delegated to him or her by the President.
- Section 6. Fourth Vice President: Secretary shall be responsible for Board announcements, preparing and issuing notices of meetings, preparing minutes of meetings of the Board of Directors, authenticating records of the Corporation, maintaining the corporate records of the FCFL, corporate filing requirements and such other duties as may be assigned by the Board or the President.
- Section 7. Fifth Vice President shall be responsible for Safety as well as to serve as liaison to referees and oversee their scheduling.
- Section 8. Sixth Vice President shall be Treasurer and will be responsible for compliance with state and federal tax laws, payment of the FCFL's duly authorized bills, deposit of the FCFL's receipts, maintaining financial records, managing the FCFL's bank account and providing regular reports (at least quarterly) to the Board on the financial affairs and standing of the FCFL.

Section 9. Executive Committee - Succession. Officers may (but are under no obligation to) stand for re-election for an indefinite number of terms defined as one year. In principle, however, the Vice Presidents are expected to consent to a means of succession whereby each may be nominated to the next higher position the following year. To the extent practicable, each of the Vice Presidents should be affiliated with a different Member Organization.

Section 10. Other Agents. The Board of Directors may appoint such other agents of the Corporation as it may deem advisable, who shall hold their appointments for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors.

Section 11. Tenure of Officers and Agents. The officers and agents of the Corporation hold their offices and appointments at the pleasure of the Board of Directors. Any officer or agent may be removed at any time by the Board of Directors with or without cause. Any officer may resign at any time upon written notice to the Corporation. Each officer shall hold office until the earlier of (a) the election and qualification of his or her successor, and (b) his or her resignation or removal. Any vacancy occurring in any office, by resignation or removal, or otherwise, shall be filled by the Board of Directors.

Article 6. Annual Nomination and Approval of Coaches

Coaches and assistant coaches must be nominated each year by the Member Organizations. Prior to the first meeting of the Board in August in each year, each coach and assistant coach so nominated must be considered for that position by the Board. Member Organizations shall submit the name of each person to be nominated and other information pertinent to the decision-making process to the Board by no later than the date of the first Board meeting in July of each year. Names submitted to the Board after that date will not be guaranteed consideration by the Board. Instead, the Board may determine on a case-by-case basis whether to consider the qualifications of nominees whose names are submitted late. There shall be no presumption of, or entitlement to, continued coaching eligibility from year to year. Each Member Organization and coach-nominee shall have the burden of establishing the appropriateness of the nominee's serving as a coach. Any person disapproved for the position of coach by a vote of two-thirds of the Directors present at a meeting at which a quorum is present ("**disapproved person**") may not, during the season beginning in September of that year, serve as a coach or assistant coach, participate in or act in any coaching capacity of any team in the FCFL. For the further protection of the FCFL, its participants and its reputation, at all times that a disapproved person is violating this Section, (a) the team with which he or

she was associated at the time of the disapproval shall, during the continuance of the

violation, forfeit all games it is otherwise scheduled to play and (b) all other teams in the FCFL shall be prohibited from playing any game against, scrimmaging with or practicing with any team at a time when that team is required to forfeit games.

Article 7. Field Commissioners

Each Member Organization shall designate and provide a Field Commissioner [aka Field Marshall] to be present at each field where a game hosted by the organization is being played. Field Commissioners are responsible for all game-day activities at their respective fields. These duties include field set-up, weigh-ins, assignment of field crews, rules interpretation and enforcement, field cleanup, ensuring emergency medical services are present at all FCFL games and all other related matters. Failure by any Member Organization to comply with this provision may result in disciplinary action against the Member Organization, which may include suspension or expulsion from the FCFL. The Board of Directors may suspend or expel a Member Organization pursuant to this Section only (a) upon the affirmative vote of two-thirds of the Directors present at a meeting at which a quorum is present and (b) after conducting a hearing, providing reasonable notice to the Member Organization of the time and place of the hearing, and allowing the Member Organization an opportunity to speak at the hearing. The teams of the Member Organization shall forfeit all games played at any time the Member Organization is suspended from association with the FCFL. The teams of the other Member Organizations shall be prohibited from playing any game against, or practicing with, the teams of any expelled Member Organization.

Article 8. Finances and Insurance

Section 1. Assets. All monies, valuables and property of every description received or held by the FCFL shall be used to further the objectives articulated in Article 2 and for no other purpose.

Section 2. Reports to the Board. The Board shall decide all matters pertaining to the finances of the FCFL and, pursuant to Article 5, Section 5, shall be kept informed of the financial affairs of the FCFL in a timely manner.

Section 3. Assessments of Member Organizations. All assessments required from the Member Organizations and all other income shall be placed in a common FCFL bank account managed by the Treasurer with President as co-signatory and shall be expended as determined by the Board. Equal shares of any deficit determined by the Board of Directors shall be assessed against each Member Organization to be paid by the Member Organizations within the time specified by the Board, such period not to be shorter than 15 days. All monies in excess of expenses shall be carried over to the following year to be used to decrease assessments or to be used in the best interests of the FCFL as determined by the Board.

Section 4. Responsibility for Insurance, Documentation and Medical Services.

Each Member Organization shall:

- a) assure that all roster forms are fully completed and signed and on file for every player within their organization;
- b) assure that documentation of all the weight, birth date and school class level for each player within their organization is complete and in the format determined by the Board. In the event that a team's forms are incomplete or not in the required format by the first game of the regular season, the team shall forfeit all games until it comes into compliance with the requirements of this paragraph.
- c) provide a uniform accident insurance policy to protect the players and coaches of each team during practices and any and all games.
- d) provide for suitably qualified officials;
- e) arrange for emergency medical services to be present at all FCFL games.

**Article 9.
Protests**

Section 1. Interpretation of Rules. Only protests concerning misinterpretation of the rules of football will be considered. Protests involving the judgment of an official are invalid.

Section 2. Submission of Protest. Legitimate protests must be submitted in writing to the chairman of the Rules Committee within forty-eight hours after the completion of the game during which the interpretation in question was rendered by the official.

Section 3. Hearing. Protests shall be heard expeditiously by the Rules Committee. The decision of the Rules Committee will be final.

Section 4. Decision and Award. Full or partial replays of games resulting from Rules Committee decisions shall be scheduled by the FCFL as equitably as possible. In addition, the Rules Committee shall have the authority to award a forfeit or tie based upon the results of the protest.

**Article 10.
Penalties and Sanctions**

Section 1. Primacy of the FCFL and its Participants. It is the policy of the FCFL that its reputation and the welfare of the youth that it serves take primacy over

any one or more associated persons. Accordingly, the FCFL shall impose penalties and sanctions, which may include forfeiture of games and expulsion from continued association with the FCFL, on any associated person:

- a) Who engages in unbecoming conduct at or near a game or practice site before, during or after a game or practice; or
- b) Whose continued association with the FCFL, in the judgment of the Board of Directors, is harmful or detrimental to the best interests of participants or the FCFL. In reaching a judgment, the Directors may consider all factors that they believe are relevant and they are not limited to taking into consideration conduct engaged in during or immediately before or after games and practices or at the sites of games or practices.

Section 2. Disciplinary Matters; Resolution of Disputes.

- (a) With respect to associated persons within their respective jurisdictions, Member Organizations shall be responsible for:
 - i) enforcing the provisions of this Article 10, the other provisions of this Constitution and the Rules and Regulations, in each case as they apply to such persons,
 - ii) imposing appropriate penalties and sanctions, and
 - iii) resolving disputes between or among such persons.
- b) Decisions of the Member Organizations concerning disciplinary matters or disputes between or among associated persons may be appealed to the Board. The Board may at any time:
 - i) review any such decision, or
 - ii) adjudicate or re-adjudicate any of these disputes and disciplinary and other matters, in which case, the subordinate organization shall no longer have jurisdiction with respect to the dispute or matter.
- c) Disputes to which one or more Member Organizations is a party, or to which two or more parties to the dispute are associated with different Member Organizations, shall be resolved by the Board.
- d) Any action required or permitted the Board or the boards of directors of the Member Organizations under this Section 2 may be taken by a committee of the Board or of such boards of directors.

Each Member Organization shall have provisions, not inconsistent with this Constitution or the Rules and Regulations, in its bylaws, rules, or other document binding associated persons that clearly set forth the procedures under which disciplinary matters, if challenged by the associated person being disciplined, are to be adjudicated and disputes are to be resolved. Such provisions may provide for an appeals fee.

- e) Decisions of the Board or a committee of the Board under this Article, and decisions of Member Organizations as to which the Board does not have or does not accept jurisdiction, are final and binding. Any suspension, expulsion, penalty or other sanction imposed by the FCFL, or outcome of any dispute resolved by the FCFL, shall be recognized by all Member Organizations. Final decisions respecting any suspension, expulsion, penalty or other sanction imposed by a Member Organization, or outcome of any dispute resolved by a Member Organization, shall be recognized by all other Member Organizations and the FCFL.

Section 3. Suspension and Expulsion of Member Organizations. Any Member Organization that fails to pay any assessment or other amount due the FCFL, or that otherwise has not complied with requirements imposed by the FCFL, shall be provided notice of the delinquency. If the amount due is not paid, or in the judgment of the Board of Directors the noncompliance is not adequately addressed, within ten days after the date of the notice of delinquency, and subject to the affirmative vote of two-thirds of the Directors present a meeting at which a quorum is present, the delinquent Member Organization's association with the FCFL shall be suspended. Unless otherwise provided by the Board of Directors, the Member Organization's association with the FCFL shall be terminated automatically if the Member Organization has failed to pay the amount due, or in the judgment of the Board of Directors the noncompliance is not adequately addressed, within 30 days after the date specified in the notice of delinquency. The teams of the Member Organization shall forfeit all games played at any time the Member Organization is suspended from association with the FCFL. The teams of the other Member Organizations shall be prohibited from playing any game against, or practicing with, the teams of any expelled Member Organization. The Board of Directors may act under this Section only after conducting a hearing, providing reasonable notice to the Member Organization of the time and place of the hearing, and allowing the Member Organization an opportunity to speak at the hearing.

Section 4. Suspension due to Litigation. Any associated person who becomes a defendant in civil or criminal litigation detrimental to the welfare of youth participants or litigation based on activities detrimental to the welfare of youth participants, shall be suspended from all football-related activities.

Determinations under this provision shall be made by the Board of Directors. Matters detrimental to the welfare of youth participants shall include crimes of moral turpitude and felonies. As promptly as practicable under the circumstances and in no event later than seven days after the Board learns of facts that appear likely to lead to a suspension pursuant to this Section and such facts are communicated to at least two-thirds of the Directors, the Board shall meet to consider whether to suspend the associated person or to impose some other sanction. The associated person shall have a right to meet with Board prior to its consideration of whether to impose a suspension or other sanction. The only issue at the meeting shall be whether the matter that is the substance of the accusation in the litigation, if true, is detrimental to the welfare of youth participants.

On completion of the litigation, the associated person may inform the Board that the litigation has been completed and request that the suspension be lifted and the associated person be reinstated. The Board may grant the request of the associated person or, if the decision of the litigation was adverse to the associated person, may continue the suspension, expel the associated person from associating with the FCFL, or some combination of these or other penalties.

Article 11. Exhaustion of Remedies

Section 1. Exhaustion of Remedies. No associated person may invoke the aid of or otherwise seek to obtain a remedy through the courts of the United States or of a state or municipality or of any non-profit or for-profit non-governmental organization of any type without first exhausting all available remedies within the appropriate Member Organization and the FCFL.

Section 2. Expenses of Defending. For a violation of Section 1 of this Article, the offending party shall be subject to suspension and fines, and shall be liable to

- a) the FCFL,

- b) each then-current or former officer of the FCFL,
- c) each then-current or former director of the FCFL, and
- d) each person as may be determined by the Board of Directors, based upon his or her then-current or former assistance to or affiliation with the FCFL or then-current or former status as an associated person, to be entitled to the benefits of this Section for all expenses incurred by he, she or it, in responding to, preparing for and defending any and all such actions or proceedings, however denominated, and whether such actions or proceedings are situated in a court or a non-governmental setting, including the following:
 - i. court costs or their equivalent,
 - ii. attorneys' fees and the fees of any other representative of the FCFL or then-current or former officer, director or other person,
 - iii. reasonable compensation for time spent in responding to and defending against allegations in the action or proceeding, including responses to discovery and court appearances and their equivalents,
 - iv. travel expenses, and
 - v. expenses of holding special Board or committee meetings necessitated by any such action or proceeding.

Article 12. Notice

Notice under this Constitution shall be in writing unless oral notice is reasonable under the circumstances. Notice transmitted or received electronically is in writing and is written notice if it is accomplished in a manner that is suitable for retention, retrieval and reproduction of the notice by the recipient. Notice may be communicated in person, by telephone, facsimile or other form of wire or wireless communication, or by mail, private carrier or electronic mail (e-mail). Written notice, if in a comprehensible form, is effective at the earliest of the following:

- a) When received;
- b) Five days after its deposit in the United States mail, as evidenced by the postmark, if mailed postage prepaid and correctly addressed; and

- c) On the date shown on any receipt signed by or on behalf of the addressee obtained by a commercial delivery service or by the United States mail if sent by registered or certified mail, return receipt requested.

Article 13. Amendment

This Constitution may be amended by the affirmative vote of a majority of the Directors present at a meeting at which a quorum is present. Any action to adopt or amend a provision in this Constitution that changes a quorum or voting requirement must meet the same quorum requirement and be adopted by the same vote required to be taken under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

Article 14. Headings of Articles and Sections

Headings of provisions of this Constitution are solely for the convenience of reference and are not a part of this Constitution and shall not affect the meaning, construction, operation or effect of this Constitution.

Article 15. Coaching Requirements

- Background Checks
- USA Football Heads-Up Certification
- CDC Concussion Certification
- First Aid
- CPR