

# ***BY-LAWS OF HIGHLAND UNITED SOCCER CLUB, INC.***

## **ARTICLE I - NAME**

The name of the organization shall be the Highland United Soccer Club, Inc.

## **ARTICLE II - NATURE OF ORGANIZATION**

SECTION ONE: Objective. This shall be a not-for-profit corporation under the laws of the State of New York dedicated to providing the youth of the Town of Lloyd, the Highland Central School District, and of neighboring areas without an ENYSYSA affiliate, an opportunity to play soccer and thereby learn principles of good sportsmanship, honesty, cooperation, and respect of authority.

SECTION TWO: Program. To achieve this objective, the Highland United Soccer Club, Inc. will provide a supervised program of competitive soccer games. All Directors, Officers, and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of the games is secondary, and the molding of future adults is of prime importance. The club Directors shall strive to provide reasonably equal benefits to all registered players.

SECTION THREE: Affiliation. This club shall be a member of the USSF and it's governing body, the ENYSYSA; and the East Hudson Youth Soccer League Inc. and be bound by their rules and regulations.

## **ARTICLE III - MEMBERSHIP**

SECTION ONE: Eligibility. Membership shall open to anyone showing an interest in the promotion of the objectives of the Club, set forth above, upon fulfilling such conditions as the Club may establish.

### SECTION TWO:

- A. Player Member - Any youth appropriate age in whose name the Club purchased insurance and registered for travel and/or recreation programs.
- B. Tournament Member - Any youth appropriate age in whose name the Club purchased insurance and registered for tournament play only (Tournament play is described as those playing Winter indoor travel season play).
- C. Regular Member – Regular Members shall be all other members who are not player or tournament members.

SECTION THREE - Dues. Regular Members shall be liable for whatever dues the Club may stipulate for such Members.

SECTION FOUR - Termination or Suspension. Membership may be terminated by resignation or action by the Board of Directors.

- A. The Board of Directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the term of office of any Officer or Membership for any member of class when the conduct of such person is considered detrimental to the best interests of the Club.

The Member involved shall be notified of such meeting in writing, informed of the general nature of the charges in writing, and given an opportunity to appear at the meeting to answer such charges in writing before any action can take place,

- B. The Board of Directors shall, in the case of a player/tournament Member, give notice to the coach of the team for which a Member plays. Said coach may appear with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such players right of future participation.

## **ARTICLE IV - BOARD OF DIRECTORS**

SECTION ONE - The management of the club shall be vested in a Board of fifteen (15) who shall be elected as provided in these By-Laws.

SECTION TWO - The directors of the Club shall be elected at the annual meeting. Each regular member shall be entitled to one vote for each director to be elected and the candidates receiving the greatest number of the votes cast shall be declared elected.

SECTION THREE - The directors shall be divided into classes. The number of Directors shall be such that at the first annual meeting.. one-third thereof be elected for one year; one-third thereof for 2 years.; and one-third thereof for three years. Then, upon expiration of term of each class of Directors the new Directors shall be elected for a full three years.

SECTION FOUR - The Board of Directors shall elect one of their number Vice-President of Operations, one of their number Vice-President of Administration; one of their number Secretary and one of their number Treasurer. The meeting of the Board of Directors to elect Officers shall be held within one month following the Annual Meeting of Members and Officers elected shall hold office until new officers are elected.

SECTION FIVE - Collective Powers. The Board of Directors shall be empowered to transact all of the Club's business, to fill vacancies that occur in offices, or the Board of Directors to establish such standing and special committees as it deems appropriate and to delegate powers thereto, to suspend or remove any Officer or Regular Member as per Article III, Section IV, and here decide protests on the Club's games.

SECTION SIX – Neglect on the part of any Director to attend three (3) meetings of the Board shall be deemed a tender of his resignation unless the individual has a sufficient excuse. Monthly meetings of the Board of Directors held once per month on a date and time previously designated by the President, unless such meeting shall be waived by the President of the Board of Directors. At the monthly meeting, a majority of the Board of Directors shall constitute a quorum

## **ARTICLE V - OFFICERS AND COMMITTEE CHAIRPERSONS**

SECTION ONE - Officers. The duties of the Club's Officers shall be as follows:

- A. President. The President shall preside at all meetings of the Club and represent the Club in all matters. The President shall, upon request, assist each other Officer in the performance of their duty personally or by delegating powers to other Regular Members of his/her choice.
- B. Vice President for Administration. The Vice President for Administration shall serve as President, in the event of the latter's absence, incapacity, resignation, suspension or removal. He/She shall supervise the following Committees, Sponsor Relations, Special Events, and Public Relations.
- C. Vice President for Operations. The Vice President or Operations shall supervise the work of the Intramural Division Directors and the Travel Team Directors hereinafter enumerated and supervise the following Committees: Rules, Officials, Fields, Equipment and Uniforms.
- D. Secretary. The Secretary shall be responsible for recording the activities of the Soccer Club and maintaining appropriate files, mailing lists, and necessary records. He/She shall perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.

The Secretary shall maintain a list of all Regular Members, Directors, and Committee Members and give notice of all meetings of the Soccer Club and the Board of Directors.

The Secretary shall keep the minutes of the meetings of the Members and the Board of Directors and cause them to be recorded in a book kept for that purpose.

The Secretary shall conduct all correspondence not otherwise specifically delegated in connection

with said meetings and shall be responsible for carrying out all orders, votes, and resolutions not otherwise committed.

The Secretary shall notify Members, Directors, Officers and Committee Members of their election or appointment.

- E. Treasurer. 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.

The Treasurer shall file, annually or as often as is required by law, a statement of non-profit corporation with the Internal Revenue Service and deposit a copy of same in a depository approved by the Board of Directors.

The Treasurer shall file a complete financial statement at the first regular meeting of the Board of Directors of each month and keep records for the receipt and disbursement of all monies and securities of the Soccer Club including the securities of the Auxiliary, disburse all payments from allotted funds approved by the Board, and draw checks therefor.

Under the direction of the President, the Treasurer shall prepare an annual statement for submission to the Board of Directors at the annual meeting. He/She shall also, with the assistance and concurrence of the Budget Committee, prepare and present a budget for the following fiscal year at this time.

#### SECTION TWO - Chairperson Responsible to the Vice President for Operations

- A. Player Agent. The registrar shall register all player and tournament members, collect fees and send them to the Treasurer, and chair the Registration and Insurance Committee.
- B. Recreation Division Chairman. Each Intramural Division Director shall be responsible for constituting their divisions, teams preparing their divisions' schedules, securing their division's needs (e.g. fields, officials, uniforms and coaches) from Committee Chairpersons, communicating with their divisions coaches, establishing their divisions' procedures for such things as make-up games and playoffs, and supervising the activities of their division in whatever other matter may arise. Each Division Director shall be responsible for setting up and handling publicity by providing periodic reports to the Public Relations Chairperson for the Club's internal and external use. Where scarcity of players exists, a division may be eliminated its supervision handled by the Division Director of another division at the discretion of the Vice President of Operations.
- C. Travel Director. Each Travel Team Coach shall be responsible for coordinating the activities of the Travel Team and interfacing their needs with the Board. Each shall coordinate and assure with the Player Agent that all items necessary have been completed. Each will be responsible for setting up and handling publicity by providing periodic reports to the Travel Director for the League's internal use and also to the Public Relations Committee for external release. Each Coach shall review with the Travel Director and submit all protests involving Travel Teams.

SECTION THREE - Committee Chairpersons. Each of them chair the Committee and be solely responsible for seeing that its work is done; for reporting no less frequently than bi-weekly in May, June, September, and October, and monthly during the balance of the season to the supervising officer on what tasks have been, should have been or will be accomplished; for securing from among the Regular Members as many committee members as he/she believes is needed to accomplish the necessary tasks (unless otherwise restricted). The supervising Officer may fill or elect not to fill any Chairpersonship that becomes vacant and shall act as Chairperson of that Committee until the vacancy is filled.

The following Committees will be responsible to the Vice President for Administration, with duties as described:

- A. **Sponsor Relation.** This committee will deal with sponsors, handle fund raising activities, solicit advertisements for programs, and assist the Treasurer as directed,
- B. **Auxiliary.** This Committee will arrange for staffing for sales, typing, and transportation, and will assist the coaches with communications among team members and with refreshments.
- C. **Special Events.** This Committee will schedule scrimmage games outside the Club, and will schedule and assume overall responsibility for picnics and other special events.
- D. **Public Relations.** This Committee will handle press releases, statistics, all photography, and the Club program, letters to parents soliciting volunteers, and announcing schedules and Club directories.

The following Committees will be responsible to the Vice President for Operations, with duties as described;

- E. **Rules and Officials.** This Committee will establish rules for the games, advise the Board when it handles protests, arrange clinics, and provide and supervise officials.
- F. **Field Equipment and Uniforms.** This Committee will procure and schedule use of fields and gymnasiums, procure equipment and uniforms, keep Intramural Division Directors and Travel Team Directors apprised of the playability of the fields, deal with those responsible for the fields and gymnasiums, and assure owner requirements are being met (i.e. – liability insurance and contracts).

The following Committee will be responsible to the Treasurer, with duties as described;

- G. **Budget.** This Committee will assist in the preparation of the annual budget and shall concur by majority vote in the budget as presented to the annual meeting. The Committee will be comprised of at least the following persons: The Treasurer, Player Agent; Sponsor Relations Committee Chairperson, and one representative each selected by the Board from the Recreation Division Directors and the Travel Team Directors. Other members may be added with the approval of the Board. The budget to be prepared shall be itemized as to projected income and its sources and as to the amount of and reason for projected expenses. The budget shall be presented at the first regular meeting of the Board of Directors for comment and its final form for a vote at the annual meeting. Should the budget fail to pass, the membership of the Budget Committee shall be automatically increased to include all members of the Board of Directors not already members of the Committee, and the Committee shall proceed to produce a budget acceptable to and accepted by the Board not later than two weeks after the annual March Meeting.

The following Committee will be chaired by the Player Agent, with duties as described;

- H. **Registration and Insurance.** This Committee will assist Registrar in registering Player Members and will handle all matters involving insurance claims and the insurance carrier.
- I. **Draft Selection.** Format to be determined by the Player Agent.

## **ARTICLE VI - MEETINGS**

SECTION ONE – **Membership.** The Regular Members shall meet during the 4th Wednesday of March to elect Directors and/or whenever else the Board of Directors shall determine (the 4th Wednesday of each month shall be a meeting date unless otherwise specified). 15% of the Regular Members shall constitute a quorum.

Secretary shall advise Regular Members of meetings by public notice in advance.

SECTION TWO - **Board of Directors.** The newly elected Board of Directors shall be installed at the regular monthly Board of Directors meeting. The Board shall meet at least monthly thereafter. Any member of the Board of Directors whenever he/she deems it advisable, that said member shall issue a call for a special meeting of the Board, Notice of each regular or special meeting shall be given by the Secretary to all members of the Board by telegraphic means at least forty eight hours before the appointed time for the meeting. In the case of a special meeting, this requirement

shall be waived on the condition that each member of the Board not so notified has received telegraphic or personal notice at least twenty-four hours preceding the special meeting.

In the case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the special meeting,

Eight (8) members of the Board of Directors shall constitute a quorum for the transaction of business. Each member of the Board of Directors, including the President, present at a meeting shall have a vote. In the event the vote results in a tie vote, a second vote shall be taken. If the second vote results in a tie, the motion stands defeated.

Only members of the Board of Directors shall be eligible to participate in meetings beyond orderly discussion of pending motions unless otherwise invited by the Board. Unless noted, Robert's Rules of Order shall apply to all meetings.

SECTION THREE - Vacancies. If any vacancy occurs in the Board of Directors, by death., resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose.

SECTION FOUR - Duties and Powers. The Board of Directors shall have the power to appoint such standing and special committees as it shall deem advisable and which it may properly delegate. The board may adopt such rules and regulations for the conduct of its meetings and management of the Club as it may deem proper.

## **ARTICLE VII - FINANCIAL**

SECTION ONE - Funds. No Director, Officer, or Member of the Soccer Club shall receive directly or indirectly any salary, compensation, or emolument from the Club for services rendered as Director, Officer, or Member. The Board or Directors shall decide all matters pertaining to the finances of the Highland United Soccer Club, Inc. and it shall place all income, including Auxiliary Funds, in the Club treasury. The Board must have prior approval to the contribution of funds or property to individual teams. Funds designated for the fall Intramural program will be segregated and accounted for by the Treasurer separately.

SECTION TWO - Fiscal Year. The fiscal year of the Club shall begin on the first day of September and shall end on the last day of August, which fiscal year shall be known by the calendar year in effect on the last day of that fiscal year.

SECTION THREE – Distribution of Property Upon Dissolution. Upon dissolution of the Club and after all outstanding debts and claims have been satisfied, the Members shall distribute the property of the Club to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may not be entitled to exemption under Section 501 (c) the Internal Revenue Code or any future corresponding provision..

SECTION FOUR – Disbursement. The Board shall not permit the disbursement of Club funds for other than the conduct of related soccer activities in accordance with the rules and policies established.

## **ARTICLE VIII - CONDUCT**

SECTION ONE - an important purpose of the H.U.S.C. is to encourage and achieve clean competition and good sportsmanship with gentlemanly behavior. This Includes Club officials, Coaches, players and spectators. The following will not be tolerated;

Foul Language.

Interference with play.

Unsportsmanlike conduct.

Encouraging unsportsmanlike conduct.

Causing a disturbance during or after a game.

SECTION TWO - Misconduct will result in the following disciplinary actions;

- A. A yellow card or warning will be given for the first offense (with the exception of physical confrontation which will automatically be a red card).
- B. Two yellow cards in one game will result in a red card. The red card removes that player from the remaining game, and suspends that player from the next scheduled game.
- C. In the case of a winter travel tournament, any player receiving a red card will be suspended from play for the rest of the tournament.
- D. The Board of Directors has the right and authority to suspend, or otherwise discipline any club official, coach, player, or spectator if their actions have been contrary to the by-laws of this league.

**ARTICLE IX - RULES OF PLAY**

SECTION ONE - League play constitutes fall and spring travel play. The rules of play for all contests sanctioned by the E.H.Y.S.L. shall be the laws of the game as published by F.I.F.A. and any modifications published in the by-laws of the E.H.Y.S.L.

SECTION TWO - Recreation play constitutes those playing in any non-travel or tournament play.

- A. Coaches are expected to accept referees decision and to maintain a positive attitude.
- B. There will be no cancellation or rescheduling of games without the permission of the VP of Operations.
- C. Off sides will be called in all age groups except the Girls six to eight year olds and the Boys six and seven year olds.
- D. No slide tackling is permitted.

SECTION THREE - Travel Play constitutes league play (fall and spring season) and tournament play (winter season). Separate tryouts will be held for league and tournament play:

SECTION FOUR –Team Roster size is a minimum of eleven players, and a maximum of eighteen players, and at the Coaches discretion for anywhere in between.

SECTION FIVE - A coach can dismiss or disqualify a Player for the following reasons;

- A. Repeated behavioral problems.
- B. Consistent absence from practices and/or games.

**ARTICLE X - AMENDMENT**

Amendments to the By-Laws shall be effected by a two-thirds vote at two consecutive meetings of the Board of Directors at least two weeks apart, provided that all those eligible to vote have been notified by phone at least three (3) days in advance of each meeting of the intention to offer the amendment. Amendments so adopted shall be immediately incorporated into the By-Laws, rather than being maintained as a list of amendments to the original text.