

Bylaws of the Culpeper Soccer Association doing Business as: Culpeper Soccer Club  
March 21, 2005  
UPDATED: 1 November 2017

### **Article One: Name**

The name of this club shall be the Culpeper Soccer Association doing business as Culpeper Soccer Club (CSC). The club will referred to as Culpeper Soccer Club (CSC) in all documents and communication to include official, unofficial, and internal and external communications. The Association shall be a non-stock corporation organized under the laws of the Commonwealth of Virginia and a charitable and educational organization as defined under Section 501(c)(3) of the Internal Revenue Code of 1986.

### **Article Two: Vision and Mission**

CSC is a youth soccer club that educates players in an environment that allows one to grow in sport, while producing and promoting character, health, passion, sportsmanship, and love of the game at all levels.

CSC culture is exemplified by our players and their common goal to grow and play the game of soccer. Players are not bound by program or label but by work ethic and character. Their passion for the game goes beyond just training and matches, it's alive in classrooms, neighborhoods, and the community through friendships and program.

With development standing as the foundation and priority for all programs. We stand by our programs, staff, and members as success is not based on results, rather on the process and performance of all.

### **Article Three: Organization Structure**

The club shall be governed by a Board of Directors. The board shall transact all business of the club and shall have the authority to enforce all of the rules of the game of soccer set forth by any national, state and local governing bodies as well as the bylaws, rules and polices of the club. The board shall have the final authority to rule on all forfeits, suspensions and probations within the association and shall have the power to settle all disputes, appeals and protests if any.

### **Article Four: Parliamentary Procedures**

The club board meetings shall use parliamentary procedures as found in Robert's Rules of Order. Robert's Rules of Order may be temporarily suspended with the consent of two thirds of those present and voting.

### **Article Five: Term and Election of Officers**

Board member shall serve a two year term. A nominating committee shall be appointed by the Board of Directors a minimum of two months prior to the general election of officers. Its purpose shall be to nominate candidates for the officers of the Board of Directors. Nominations shall normally take place at the October board meeting. An individual must be willing to serve in the positions for which they are being nominated. Elections shall be by majority vote of members present at the General Elections of Officers at the November Board Meeting. Newly elected officers shall take their positions at the close of the November Board meeting. For offices that require a transfer of information or supplies, the outgoing board member and the incoming

board member are expected to conclude all transfer of duties and supplies to the incoming board member by December 31 of that year.

In the event a Board member must vacate their seat on the board, the vacancy may be filled by an appointment of a replacement board member nominated by a sitting member of the board and affirmed by a majority vote of the remaining board members. The appointed board member shall serve the remainder of the term and will be eligible for reelection in accordance with the seat's normal election cycle.

\*\* Individuals having a contract paid technical position within the club, who receives more than \$600 per year limit in compensation may hold a position on the Board, however they must agree and sign a Conflict of Interest statement annually. The conflict of interest policy will protect the organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a board member or might result in a possible excess benefit transaction. A board member who receives compensation, directly or indirectly, from the club for services, is precluded from voting on matters pertaining to that member's compensation. No Board member may be compensated for their role as a board member. No employees or immediate family members of employees may hold a position on the Board.

#### **Article Six: Board of Directors**

The Board of Directors shall be comprised of the following elected positions: President, Vice President of Recreation, Vice President of Travel, Secretary, Treasurer, Vice President of Public Relations and Vice President of Adult League. Refer to Article eleven for job descriptions.

#### **Article Seven: Employed Staff**

The Board of Directors shall appoint and/or approve all employees. All Paid employment positions shall be advertised for at least 30 days. Contract positions, such as coaches, are not considered employees and may be advertised, but are not required to be so. Current employees may be promoted into a vacant position with 75% (supermajority) approval of the board without advertising or interviewing for the vacant position.

#### **Article Eight: Committees and Councils**

The Board may establish and maintain several standing committees and councils including but not limited to the following:

- Appeals Committee
- Long Term Planning Committee
- Tournament Committee
- Recreation Council
- Travel Council
- Budget Committee

The Chair of each standing committee/council (with the exclusion of the Board of Directors) shall present to the Board of Directors a list of prospective committee members for review and approval. Membership on any committee shall not be limited to those persons currently holding a position of responsibility in the club. The Board of Directors may appoint and establish short term committees/councils as deemed necessary.

#### **Article Ten: Membership**

Members of the club include any coach, player of age 18 or above, parent, or guardian who is registered in a soccer program with the club and in good standing. Good standing is defined as being current on all dues; fees owed to the club; and are in compliance with club bylaws and policies. Members who are on probation, suspension or banned are not considered members in good standing. At the conclusion of their probation or suspension, good standing is automatically reinstated. Board members, technical staff, and support staff are not required to have a child registered in a soccer program at the club to be a member.

## **Article Eleven: Board of Directors**

### **General Board Member Duties**

- Each Board member must attend all monthly Board and Executive Board meetings. Not being in attendance at more than 2 consecutive meetings or 4 within a 6 month period may be grounds for dismissal from the Board.

- To approve all requests and purchases over \$100. In the event of any unforeseen business or expenditure over \$100 that was not included in the initial, approved budget, expenditures over \$100 must be formally made to and voted by the Board. The President will notify the Board members of the request via email or in a scheduled meeting for the Board to vote. If a majority vote is not received by the time of the deadline noted (typically this is 48 hours from the time of the request), the non-responders' vote(s) will go to the majority vote of the members who responded.

- All Board members should act as a mentor to incoming officers during their first few months of office.

- All members should keep a file with all notes and information concerning committees and other responsibilities and provide this to new officers immediately following the end of their tenure. These files are public knowledge and should be available upon request.

- Members should be able to commit to a full term of office upon acceptance of their position.

- Anyone collecting money for events, items, etc. is responsible for providing this money to the Treasurer for deposit within one business day. Any money collected should be counted by at least two (2) Board members, if available.

- Each board member is expected to be a Field Official at least 2 Saturdays during each season.

- Each board member is expected to attend club events.

### **Removal from Office**

In the event of a violation of the club By-Laws or policy by any member of the Board, technical staff or support staff, a written account should be submitted to the President who shall then present this account at the next Executive Board meeting. (An Emergency meeting of the Executive Board may be called prior to the next Board meeting to address the issue).

If the President is the one who violated the By-Laws, a written account should be given to the VP of Recreation or VP of Travel. The Board member(s) whose behaviors are in question will be contacted within 48 hours regarding the reported notification. The Executive Board may request corrective action to include an offer for the offending party the opportunity to resign his or her position.

### **Voting for Agenda Items**

All agenda items will be open for discussion by anyone present at the meeting. An item must be passed by a two-thirds majority vote of those members in attendance. All parties present at the meeting will be eligible to vote, provided they meet the Membership criteria set forth in this Article. A minimum of five (5) board members must be present for a quorum. In the event a quorum is not met, attending members are free to discuss issues without a formal vote.

### **President**

Qualifications: Must be currently involved in the club (for at least one season) or have been involved within the last 2 years as a board member, technical staff (including coach), or support staff and be a member in good standing.

Reports to: Club Membership

Direct Reports: Club Board, Technical Director, Office Manager, Nominating Committee Chair

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: The President presides over the CSC Board of Directors and is responsible for the strategic direction of the club. They facilitate regularly scheduled or as needed meetings with the board, club membership, and technical/support staff. Liaison with local community government/associations and attend relevant local meetings. Provide regular communication regarding the club to the membership. Maintain regular communication with the technical and support staff. They ensure that all CSC programs are conducted in compliance with the by-laws and in accordance with the policies and objectives of CSC. Conducts oneself in a professional manner at all times and maintains an appropriate image to be expected of an elected club official of CSC.

### **Vice President of Recreation**

Qualifications: None

Reports to: President

Direct Reports: Equipment, Uniform, Field and Tournament Coordinators, Referee Assignor, Referee Mentor, Spanish Community Liaison

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: The Vice President of Recreation manages the operations of the club's recreation programs which include: TOPS and U4-U18. This includes team rostering; coach selection; scheduling and setup of fields for training and games; equipment and uniform distribution. They will ensure that all recreation programs are conducted in compliance with the club by-laws and in accordance with the policies and objectives of the club. They will enforce registration requirements pertaining to recreation programs. They maintain information on club website recreation pages.

### **Vice President of Travel**

Qualifications: None

Reports to: President

Direct Reports: Field and Tournament Coordinators, Referee Assignor, Referee Mentor, Spanish Community Liaison

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: Supports the operations of the club Academy and travel programs with the support of the technical staff. This includes overseeing team rostering; coach selection and assignment; scheduling of fields for training and games; equipment distribution and overseeing team managers. They will ensure that all academy/travel programs are conducted in compliance with the club by-laws and in accordance with the policies and objectives of the club. They will enforce registration requirements pertaining to travel programs. Maintain information on club website travel pages.

### **Treasurer**

Qualifications: Basic knowledge of accounting/book keeping

Reports to: President

Direct Reports: None

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: The Treasurer prepares a preliminary annual budget for review in collaboration with budget committee and submits recommendation of budget committee to Board of Directors for approval. Prepares monthly financial reports for Board of Directors, including profit/loss statement, budget-to-actuals reports, and other reports as necessary. Provides oversight and supervision of Office Manager, who is directly responsible for purchasing, accounts payable and accounts receivable. Maintains bank account, including reconciling monthly statements and signing checks. Oversees the development and observation of the organization's financial policies. Oversees payroll (processed twice per month) and human resources, including employment forms. Maintains IRS 501(c)3 status including filing relevant paperwork.

### **Vice President of Public Relations**

Qualifications: None

Reports to: President

Direct Reports: Sponsorship Coordinator, Fundraising Coordinator, Concession Coordinator, Media Coordinator, Marketing Coordinator

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: Responsible for all information (content and format) that is made available to the club membership and to the public. This includes all written and electronic media. Oversees all sponsorship, fundraising and concessions tasks. Schedules team pictures and summer camps. Produces a semi-annual newsletter.

### **Secretary**

Qualifications: None

Reports to: President

Direct Reports: None

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: The secretary records and publishes meeting minutes from the Board of Directors meetings. The minutes of meeting will be distributed prior to the next scheduled meeting. In addition, the secretary will prepare and file any necessary documentation pertaining to licensing/corporation status as well as complete any correspondence required.

### **Member at Large – Recreation**

Qualifications: None

Reports to: President

Direct Reports: None

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: Represents the best interests of the club and serve as conduit for the concerns and recommendations of all recreation players, parents, and coaches to the board.

### **Member at Large - Travel**

Qualifications: None

Reports to: President

Direct Reports: None

Category: Volunteer/Elected by Club membership Term: 2 years

Job description: Represents the best interests of the club and serve as conduit for the concerns and recommendations of all travel players, parents, managers, and coaches to the board.

### **Article 12: Indemnification**

The club shall indemnify its board of directors and officers to the fullest extent permitted by law.

### **Article 13: Amendments**

These Bylaws may be amended by a super majority (75%) vote of the board members present at any regular or special meeting, provided that the board members shall be given written notice of the proposed amendment(s) at least ten (10) days prior to the meeting at which the amendment(s) shall be acted upon. Publication of a general notice of proposed Bylaw changes via email shall constitute adequate notice.