

PORTSMOUTH SOCCER, INC.
AMMENDED AND RESTATED BYLAWS

Revision November 15, 2013

NAME AND LOCATION OF CORPORATION

SECTION 1: Name. The name of this Corporation is PORTSMOUTH SOCCER INC. and is herein after referred to as PSI. The corporation is a nonprofit corporation organized pursuant to the Virginia Nonstock Corporation Act, Code of Virginia, Section 13-1-801 et seq. The address of PSI's registered office is 416 Westover Mews, Norfolk, 10 Virginia 23507, which is physically located in the City of Norfolk.

Bylaw II

THE PURPOSES AND LIMITATIONS

SECTION 1: Purposes. The purposes of PSI are those set forth in the Articles of Incorporation (herein after referred to as the ARTICLES). The Board of Directors (herein after referred to as the BOARD) may publish such regulations concerning the purposes of PSI as it may determine to the extent that such regulations remain consistent with the ARTICLES and these Bylaws.

SECTION 2: Limitations. The limitations of PSI are those set forth in the ARTICLES. The BOARD may publish such regulations concerning the limitations of PSI as it may determine to the extent that such regulations remain consistent with the ARTICLES and these Bylaws.

Bylaw III

THE MEMBERSHIP

SECTION 1: Membership Eligibility. The eligibility requirements for membership in PSI are those set forth in the ARTICLES. The BOARD may publish such regulations concerning memberships as it may determine to the extent that such regulations remain consistent with the ARTICLES and these Bylaws.

SECTION 2: Voting Members. The eligibility requirements for voting at the Annual General Meeting of Members and at Special General Meetings of Members are those set forth in the ARTICLES. The BOARD may publish such regulations concerning voting as it may determine to the extent that such regulations remain consistent with the ARTICLES and these Bylaws.

Bylaw IV

THE REQUIREMENTS REGARDING THE GENERAL MEETINGS OF MEMBERS

(ANNUAL AND SPECIAL)

SECTION 1: Membership Meetings. The Annual General Meeting of Members and Special General Meetings of Members shall be held in the City of Portsmouth, Virginia at such locations as shall be determined by the BOARD.

SECTION 2: Notice. Notice of the Annual General Meeting of Members and of Special General Meetings of Members shall be promulgated to the members through written notification via electronic or paper means. The notice shall be published or otherwise delivered not more than sixty (60) days and not less than ten (10) days in advance of the scheduled date of the meeting. The notice shall state the location, date and hour of the meeting in question. The notice of a special meeting shall state the purpose for which the meeting has been called and the business to be transacted 60 in the meeting.

SECTION 3: Quorum. The general voting members actually present at any Annual General Meeting of Members or Special General Meeting of Members but not less than twenty general voting members shall be deemed to constitute a quorum and the vote of the majority so present shall decide any question brought before such meeting, except when the question is one upon which express provisions of Virginia law or PSI require a different vote. Such express provisions shall govern and control the decision of such questions. The group voting members defined by sections IV.B.3, IV.B.4, IV.B.5, IV.B.6, IV.B.7, or IV.B-8 of the ARTICLES, actually present at any Annual General Meeting of Members or Special General Meeting of Members but not less than five of the group voting members entitled to vote in accordance with section IV.D of the ARTICLES, shall be deemed to constitute a quorum for the group's specific issues and the vote of the majority so present shall decide any group specific question brought before such meeting, except when the question is one upon which express provisions of Virginia law or PSI require a different vote. Such express provisions shall govern and control the decision of such questions.

SECTION 4: Annual General Meeting of Members. Annual General Meeting of Members shall be held at such place and such dates as may be determined by the BOARD, subject to the limitations specified in sections 1 and 2 of Bylaw III. The Annual General Meeting of Members shall be held prior to December Fifteenth each calendar year.

SECTION 5: Special General Meetings of Members. Special General Meetings of Members may be called by the BOARD or by least one twentieth of the general voting members. Business transacted at any special meetings of members shall be confined to the purposes stated in the notice thereof. Special General Meeting of Members shall be held at such place and such dates as may be determined by the BOARD, subject to the limitations specified in, sections 1 and 2 of Bylaw III.

Bylaw V

THE AUTHORITY AND REQUIREMENTS REGARDING THE BOARD OF DIRECTORS

SECTION 1: Authority of the BOARD. All PSI business is conducted by the BOARD. The authority of the BOARD is as follows:

A. The BOARD shall make any decision concerning the operation of PSI consistent with the ARTICLES and these Bylaws.

B. The BOARD shall set the fees for PSI programs. This includes the authority to waive fees under extenuating circumstances such as financial hardship.

C. The BOARD shall compensate any General Member for expenses incurred while conducting business for PSI. Compensation shall not exceed actual expenses incurred.

D. The BOARD shall adopt the rules and procedures that govern the day-to-day operation and management of PSI and PSI sponsored programs to the extent that such rules and procedures remain consistent with the ARTICLES and these Bylaws. The BOARD shall compile and publish the adopted rules and operations within a rules and operations manual and any supplements.

E. The BOARD shall adopt Rules of Play that shall govern the conduct of PSI Teams, PSI Members and PSI-sponsored Tournaments. The BOARD shall compile and publish the adopted rules and procedures within a rules and operations manual and any supplements.

F. The BOARD shall adopt BOARD Rules for the conduct of their meeting. The BOARD Rules may supplement the duties of the members of the BOARD (herein after referred to as Directors), and grant to such Directors and committees as it deems appropriate, the authority to make any decision within the scope of the authority granted to the BOARD, subject to appeal to the BOARD. The BOARD Rules shall be recorded in meeting minutes or as one or more resolution(s) of the BOARD.

G. The BOARD may set standards for and retain the paid services of individuals to serve as head coaches of Select Soccer teams. The individuals may not be members of the BOARD or any other persons who disqualify by reason of private inurement. This license does not authorize the BOARD to provide any compensation that would cause PSI to fail to qualify as a charitable organization exempt from federal income tax.

H. The BOARD may set standards for and retain the paid services of an individual to establish and provide a coaching training program (i.e. Director of Coaching/Technical Director). The individual may not be a member of the BOARD or any other person who disqualifies by reason of private inurement. This

license does not authorize the BOARD to provide any compensation that would cause PSI to fail to qualify as a charitable organization exempt from federal income tax.

SECTION 2: Membership Requirements. A Director need not otherwise be a member of PSI.

SECTION 3: Number. The Directors of PSI are those set forth in the ARTICLES. The number of positions on the BOARD is Sixteen (Eight voting members and 8 non-voting members). The number of positions on the BOARD is fixed and shall only be changed by amending the ARTICLES.

SECTION 4: Authority and Responsibilities of the Directors.

A. COMMISSIONER: The Commissioner shall be the administrative head of PSI. The Commissioner shall be responsible for the management of PSI in compliance with the resolutions and budget adopted by the BOARD, the ARTICLES and these Bylaws. The Commissioner shall have judicial and administrative authority over the organization. As a judicial authority, the Commissioner may resolve matters by (1) making binding decisions consistent with the intent of the resolutions adopted by the BOARD, the ARTICLES and these Bylaws or (2) requiring a decision by vote of the BOARD. The Commissioner shall be the normal Chairperson for the BOARD meetings. The Commissioner shall have signature authority on all financial accounts of PSI. The Commissioner shall ensure that the financial records of PSI are reviewed at least annually, whenever the Treasurer is replaced, when required by Virginia Law, when required by the Internal Revenue Tax Code, and at any other time that, in the Commissioner's judgment, seems in the best interest of PSI. The Commissioner shall prepare and submit an annual budget for the next fiscal year to the BOARD at least thirty days prior to the end of the current fiscal year. The Commissioner may, and without other authorization of the BOARD, authorize purchases up to two hundred dollars (\$200.00) per calendar month for conducting the business of PSI. Resolutions of the BOARD may amend the responsibilities of the Commissioner. The Commissioner may only cast a vote in the case of a tie within the BOARD.

B. TREASURER: The Treasurer shall be responsible for the financial management of PSI in compliance with the resolutions and budget adopted by the BOARD, the ARTICLES and these Bylaws. The Treasurer shall maintain a ledger for the General Account and additional ledgers as necessary for non-general funds that are raised for specific purposes or teams. The Treasurer shall have signature authority on all financial accounts of PSI. The Treasurer shall retain financial records for seven (7) years or the duration of time required by any present or future provision of the Internal Revenue Code, whichever is greater. The Treasurer shall provide written financial reports at the BOARD meetings. The Treasurer shall ensure all funds received by PSI are recorded and promptly deposited in the appropriate financial account. The Treasurer shall make all disbursements for the operation of PSI. The Treasurer shall make available for review and inspection all PSI financial records and supporting ledgers. The Treasurer shall assist the Commissioner in the preparation of the annual budget. The Treasurer may,

and without other authorization of the BOARD, authorize purchases up to seventy-five dollars (\$75.00) per calendar month for conducting the business of PSI. Resolutions of the BOARD may amend the responsibilities of the Treasurer. This position serves a term that expires on odd calendar years.

C. SECRETARY: The Secretary shall be the administrative assistant to the Commissioner. The Secretary shall be responsible to maintain administrative records as required by the resolutions adopted by the BOARD, the ARTICLES and these Bylaws. The Secretary shall be responsible for recording and maintaining meeting minutes of all BOARD meetings and General Meetings of Members. The Secretary shall prepare and maintain copies of all official correspondence required in the course of conducting PSI business. The Secretary shall have signature authority on all financial accounts of PSI. The Secretary may, and without other authorization of the BOARD, authorize purchases up to seventy-five dollars (\$75.00) per calendar month for conducting the business of PSI. Resolutions of the BOARD may amend the responsibilities of the Secretary. This position serves a term that expires on odd calendar years.

D. REGISTRAR: The Registrar shall be responsible for endorsing the membership of PSI. The Registrar shall be responsible to organize registration, obtain required player data and fees, form teams and report required player data to affiliated organizations. The Registrar shall prepare and maintain the current lists of general voting members and class (group voting) members and their addresses as required by Virginia Law. The Registrar shall prepare data and correspondence for submission to sanctioning organizations as is required and appropriate. The Registrar shall provide a current list of the PSI membership to each of the other Directors. The Registrar shall assist the Commissioner in the preparation of the annual budget. The Registrar shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the recruitment of volunteer workers. Resolutions of the BOARD may amend the responsibilities of the Registrar. This position serves a term that expires on even calendar years.

E. JR ACADEMY DIVISION DIRECTOR: The Jr. Academy Division Director shall be responsible for representing the best interest of the Jr. Academy teams in all matters before the BOARD. The Jr. Academy Division Director shall be responsible to ensure the Jr. Academy teams and coaches comply with PSI requirements. The Jr. Academy Division Director shall be responsible for obtaining, training and scheduling facilitators for all Jr. Academy games. The Jr. Academy Division Director shall assist in the distribution and collection of PSI equipment and shall recruit volunteers to serve as coaches, assistant coaches and team parents (if any) for the Jr. Academy teams. The Jr. Academy Division Director shall assist other directors in recruiting volunteers from among the Jr. Academy group members to help with the general activities of PSI such as (but not limited to) registration, operation of concession facilities, field maintenance, fund raising, committee service, etc. Resolutions of the BOARD may amend the responsibilities of the Jr. Academy Division Director. This position serves a term that expires on odd calendar years.

F. RECREATION DIVISION DIRECTOR: The Recreation Division Director shall be responsible for representing the best interest of the Recreation teams in all matters before the BOARD. The Recreation Division Director shall be responsible to ensure the Recreation teams and coaches comply with PSI requirements. The Recreation Division Director shall assist in the distribution and collection of PSI equipment and shall recruit volunteers to serve as coaches, assistant coaches and team parents (if any) for the Recreation teams. The Recreation Division Director shall assist other directors in recruiting volunteers from among the Recreation group members to help with the general activities of PSI such as (but not limited to) registration, operation of concession facilities, field maintenance, fund raising, committee service, etc. The Recreational Division Director shall serve as liaison representative of PSI to other organizations that sanction and/or provide insurance for recreational teams. Resolutions of the BOARD may amend the responsibilities of the Recreation Director. This position serves a term that expires on even calendar years.

G. ADVANCE DIVISION DIRECTOR: The Advance Division Director shall be responsible for representing the best interest of the Advance teams in all matters before the BOARD. The Advanced Division Director shall be responsible to ensure the Advance teams and coaches comply with the requirements of PSI and other organizations that sanction and/or provide insurance for the advanced teams. The Advance Division Director shall assist in the distribution and collection of PSI equipment and shall recruit volunteers to serve as coaches, assistant coaches and team parents (if any) for the Advance teams. The Advance Division Director shall assist other Directors recruit volunteers from among the Advance teams group members to help with the general activities of PSI such as (but not limited to) registration, operation of concession facilities, field maintenance, fund raising, committee service, etc. The Advance Division Director shall serve as liaison representing PSI to other organizations that sanction and/or provide insurance for the advance teams. Resolutions of the BOARD may amend the responsibilities of the Advance Division Director. This position serves a term that expires on even calendar years.

H. SELECT DIVISION DIRECTOR: The Select Division Director shall be responsible for representing the best interest of the Select Soccer teams in all matters before the BOARD. The Select Division Director shall be responsible to ensure the Select soccer teams' activities comply with the requirements of PSI. The Select Division Director shall be responsible to establish qualification standards, negotiate contracts, recommend monetary compensation (if any), and conduct performance reviews for the head coaches of the select soccer teams. The Select Division Director shall assist other directors in recruiting volunteers to serve as assistant coaches and team managers (if any) for the Select Division. The Select Division Director shall assist other directors in recruiting volunteers from among the Select Division group members to help with the general activities of PSI such as (but not limited to) registration, operation of concessions, facilities, field maintenance, fund raising, committee service, etc. The Select Division Director shall serve as liaison representative PSI to other organizations that sanction and /or provide insurance for select teams. Resolutions of the BOARD may amend the responsibilities of the Select Director. This position serves a term that expires on odd calendar years.

I. ADULT DIVISION DIRECTOR: The Adult Division Director shall be responsible for representing the best interest of the Adult teams in all matters before the BOARD. The Adult Division Director shall be responsible to ensure the Adult teams and coaches comply with the requirements of PSI and other organizations that sanction and/or provide insurance for the adult teams. The Adult Division Director shall assist in the distribution and collection of PSI equipment and shall recruit volunteers to serve as coaches and assistant coaches for the Adult teams. The Adult Division Director shall assist other Directors recruit volunteers from among the Adult teams group members to help with the general activities of PSI such as (but not limited to) registration, operation of concession facilities, field maintenance, fund raising, committee service, etc. The Adult Division Director shall serve as liaison representing PSI to other organizations that sanction and/or provide insurance for the adult teams. Resolutions of the BOARD may amend the responsibilities of the Adult Division Director. This position serves a term that expires on even calendar years.

J. WAYS AND MEANS DIRECTOR: The Ways and Means Director shall be responsible for generating revenue for PSI in a manner consistent with the resolutions adopted by the BOARD, the ARTICLES and these Bylaws. The Ways and Means Director shall be responsible to identify to the BOARD potential sources for grants and donations and the appropriate application process for receiving any such contributions. The Ways and Means Director shall make application for grants and donations as authorized by vote of the BOARD. The Ways and Means Director shall identify and manage other revenue generating activities such as, but not limited to, candy sales, raffles and advertisements, etc. The Ways and Means Director shall oversee all fundraising activities that are performed in the name of PSI for recreational, advanced, select and adult teams. The Ways and Means Director shall be responsible to ensure all money collected through fundraising is properly documented and promptly delivered to the Treasurer for deposit. The Ways and Means Director shall report to the BOARD the results of all revenue generating activities except concession activities. The Ways and Means Director shall assist the Commissioner in preparation of the annual budget. The Ways and Means Director shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the recruitment of volunteer workers. Resolutions of the BOARD may amend the responsibilities of the Ways and Means Director. This position serves a term that expires on odd calendar years.

K. CONCESSIONS COORDINATOR: The Concessions Coordinator shall be responsible for operating concessions facilities for PSI in a manner consistent with local health codes, the resolutions adopted by the BOARD, the ARTICLES, and these Bylaws. The Concessions Coordinator shall be responsible to ensure all money collected through concessions is properly documented and promptly delivered to the Treasurer, or other BOARD designee, for deposit. The Concessions Coordinator shall report to the BOARD the results of all concessions activities. All purchases for concessions will be made by the Commissioner, Treasurer, Registrar or Secretary. The Concessions Director shall assist the Commissioner

in preparation of the annual budget. The Concessions Coordinator shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the recruitment of volunteer workers. Resolutions of the BOARD may amend the responsibilities of the Concessions Coordinator. This position is a non-voting position of the BOARD.

L. FACILITIES COORDINATOR: The Facilities Coordinator shall be responsible for operating and maintaining field facilities for PSI in a manner consistent with local codes, the resolutions adopted by the BOARD, the ARTICLES and these Bylaws. The Facilities Coordinator shall be responsible to ensure all fields are prepared for matches and tournaments in accordance with the regulations of applicable sanctioning organizations. The Facilities Coordinator may, and without other authorization of the BOARD, authorize purchases up to two hundred dollars (\$200.00) per calendar month for conducting the business of PSI. The Facilities Coordinator shall assist the Commissioner in preparation of the annual budget. The Facilities Coordinator shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the recruitment of volunteer workers. Resolutions of the BOARD may amend the responsibilities of the Facilities Coordinator. This position is a non-voting position of the BOARD.

M. MARKETING/PUBLIC RELATIONS COORDINATOR: The Marketing/Public Relations Coordinator shall be the spokesperson for PSI. The Public Relations Director shall be responsible for generating public awareness of and interest in PSI programs and activities through use of the local news media, public bulletin boards (electronic and physical), the PSI Website (if any), etc. The Marketing/Public Relations Coordinator shall be responsible for the dissemination of PSI news and announcements to the membership. The Marketing/Public Relations Coordinator shall be responsible to ensure all literature and announcements representing PSI clearly communicate the nondiscriminatory policies of PSI. The Marketing/Public Relations Coordinator shall work in coordination with the Ways and Means Director. Resolutions of the BOARD may amend the responsibilities of the Marketing/Public Relations Coordinator. This position is a non-voting position of the BOARD.

N. COACHING COORDINATOR: The Coaching Coordinator shall assist the Technical Director/Director of Coaching. The Coaching Coordinator shall assist the Jr. Academy Director, Recreation Director, Advance Director, Select Director and the Adult Director. The Coaching Coordinator shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the recruitment of volunteer coaches and assistant coaches. Resolutions of the BOARD may amend the responsibilities of the Coaching Director. This position is a non-voting position of the BOARD.

O. EQUIPMENT COORDINATOR: The Equipment Coordinator shall be responsible for procurement, inventory, proper storage, distribution, and collection of uniforms and team equipment for PSI in a

manner consistent with the resolutions adopted by the BOARD, the ARTICLES and these Bylaws. The Equipment Coordinator shall be responsible to ensure all teams are outfitted for practices, matches and tournaments as authorized by the BOARD. The Equipment Coordinator may, and without other authorization of the BOARD, authorize purchases up to one hundred dollars (\$100.00) per calendar month for conducting the business of PSI. The Equipment Coordinator shall assist the Commissioner in preparation of the annual budget. The Equipment Coordinator shall receive the assistance of the Jr. Academy Division Director, Recreation Division Director, Advance Division Director, Select Division Director and the Adult Division Director in the distribution and collection of PSI equipment. Resolutions of the BOARD may amend the responsibilities of the Equipment Coordinator. This position is a non-voting position of the BOARD.

SECTION 5: Directors Elected by a General Election. The following Directors shall be elected by the general voting members of PSI except as otherwise provided within these By-laws or within the ARTICLES. Ballots shall be cast during the Annual General Meeting of members during the calendar year in which the term of office expires:

- A. The Treasurer
- B. The Secretary
- C. The Registrar

SECTION 6: Directors Elected by a Voting Group Election. The Jr. Academy Division Director, Recreation Division Director, Advanced Division Director, Select Division Director and the Adult Division Director shall be elected by plurality of the votes cast by the Group Voting Members entitled to do so per section V of the ARTICLES that are present at a General Meeting of Members. Ballots shall be cast during the Annual General Meeting of Members during the calendar year in which the term of office expires:

SECTION 7: Appointed Directors. The following Directors/Coordinators shall be appointed by the elected members of the BOARD of PSI in accordance with section V of the ARTICLES. Appointment shall normally be made within thirty days following the Annual General Meeting of Members during the calendar year in which the term of office expires.

- A. Commissioner
- B. Ways and Means Director
- C. Concessions Coordinator
- D. Facilities Coordinator
- E. Marketing/Public Relations Coordinator
- F. Coaching Coordinator
- G. Equipment Coordinator

SECTION 8: Terms of Office. The term of office of a Director shall be as stated in the ARTICLES except the initial BOARD shall decide which of the initial terms of office are to be extended (if any) and which are to be shortened (if any) in order to stagger the expiration of terms such that no more than eight of the terms of office normally expire in any calendar year. The Registrar, Recreation Director, Advance Director, and Adult Director shall serve terms that expire on even calendar years; The Treasurer, Secretary, Jr. Academy Director, Select Director and Ways and Means Director serve terms that expire on odd calendar years.

SECTION 9: Vacancies. Vacancies on the BOARD shall be filled in accordance with section V of the ARTICLES. Replacement Directors appointed to fill a vacancy on the BOARD shall be seated immediately upon appointment.

SECTION 10: Standing Committees. Standing committees of the BOARD shall exist and shall carry out such responsibilities as may 455 be assigned from time to time by the BOARD. Standing Committee Chairpersons shall be prepared to report on the actions or finding of their committees at any regularly scheduled meeting of the BOARD.

SECTION 11: Ad Hoc Committees. Ad Hoc or Special Committees may be formed as needed by action of the BOARD.

SECTION 12: Service on Committees. Each Director shall serve on one (1) or more committees of the BOARD.

SECTION 13: BOARD Officers. The Commissioner is the Chairperson of the BOARD. The BOARD may elect any other Director to serve as Vice-Chairperson to act as Chairperson in the absence of the Commissioner.

SECTION 14: Removal of Directors/Coordinator. The Secretary, Treasurer, Registrar, Academy Director, Recreation Director, Advanced Teams Director, Select League Director, and Adult Teams Director may be removed with cause by such vote as would suffice for election. The Commissioner, Ways and Means Director, Concessions Coordinator, Facilities Coordinator, Marketing/Public Relations Coordinator, Coaching Coordinator, Equipment Coordinator may be removed with cause by such action as would suffice for appointment.

SECTION 15: BOARD Meetings. All meetings of the BOARD shall be held in the City of Portsmouth, Virginia or neighboring city and shall be open to the public. Regular meetings of the BOARD shall be held at such time and place as shall, from time to time, be determined by resolution of the BOARD. Special meetings may be called by the Chairperson of the BOARD on five (5) business days' notice to

each Director, written by either electronic or paper means. Special meetings may also be called in like manner and on like notice upon the written request of two (2) Directors.

SECTION 16: Quorum. A quorum for transacting the business of the BOARD shall exist when all of the Directors eligible to cast a vote on a matter are present at a BOARD meeting or in written form submitted to the Commissioner and Secretary via electronic or paper means. All decisions determined by a plurality of the votes cast when a quorum is present shall be the decision of the BOARD.

SECTION 17: Voting. The voting members of the BOARD shall consist of the elected members of the BOARD except that other than casting a vote by proxy of another Director, the Commissioner shall only cast a vote in order to break a tie decision. Other than casting a vote by proxy of another Director, no Director shall cast more than one vote on any issue at any meeting, even if qualified as a Director on more than one basis due to serving multiple roles. Proxy votes must be submitted to the Commissioner and Secretary in advance of the BOARD meeting via electronic or written communication, signature and date required. All proxy votes will be filed with minutes of said meeting.

SECTION 18: Form of Action. Any action required or permitted to be taken at a meeting of the BOARD may be taken without a meeting provided that the action is set down in writing and signed by a plurality of the seated Directors.

SECTION 19: Minutes of Meetings. The BOARD shall maintain a record of the minutes of all BOARD meetings and such records shall be available for inspection by any of the Corporation's members upon five (5) business days notice.

Bylaw VI

THE REQUIREMENTS FOR PARTICIPATION IN FUNDRAISING ACTIVITIES

SECTION 1: Oversight. All fundraising activities shall be overseen by the Ways and Means Director and Treasurer to ensure compliance with Article VII of the Articles of Incorporation. All fundraising proceeds shall be delivered to the Treasurer within 2 business days of the completion of the fundraising event for deposit and disbursement.

SECTION 2: General Fundraising. All teams and leagues benefit from PSI general fundraising and are, therefore, counted on for participation.

SECTION 3: Special Purpose Fundraising. Teams and leagues that participate in PSI general fundraising to the satisfaction of the BOARD may engage in special purpose fundraising to fulfill needs that are not met by the PSI General Fund or to enhance the extent to which the needs are met. Special purpose

fundraising activities (if any) may be performed only for purposes that are permissible for organizations exempt from federal tax in accordance with Tax Code section 501(c)(3) or applicable future tax code and the financial policies and exempt purposes of PSI.

Bylaw VII

THE REQUIREMENTS FOR UNIFORM APPEARANCE

SECTION 1: General Policy. Unless otherwise stated in this Bylaw, emblems and markings may be displayed on PSI team player uniforms only as permitted by the BOARD.

Bylaw VIII

THE REQUIREMENTS FOR COMPLIANCE WITH THE ATHLETIC POLICIES OF THE CITY OF
PORTSMOUTH, VIRGINIA

The BOARD shall ensure the policies and procedures of PSI remain consistent with the City of Portsmouth Department of Community Relations and Leisure Services Athletic Policy Manual, herein after referred to as the APM. The Board shall ensure the applicable APM rules and regulations are implemented in the rules and procedures manuals of PSI. The authority of the Board to decide issues and/or publish regulations pertinent to the activities of PSI does not include the authority to establish policies or procedures that conflict with the APM on any matter pertinent to the operation of any PSI program on city property or supported by city funds.

Bylaw VIX

THE REQUIREMENTS FOR AMENDING THE BYLAWS

These Bylaws may be amended by a majority vote of all eligible Voting Members present at a General Meeting of Members, annual or special, which is convened in compliance with the requirements of Bylaw IV. If a quorum is not met at the Annual General Meeting of Members, these Bylaws may be amended by a quorum of the Voting Members of the BOARD and will be in effect 5 business days after posting, via electronic or paper means.