

BY-LAWS OF THE SHALER SOCCER CLUB

(last updated Nov 2019)

CHAPTER 1: MEMBERSHIP

1.1 QUALIFICATIONS

There will be two classes of membership in the Shaler Soccer Club (“the Club” or “SSC”): Full and Affiliate membership.

Full membership in the SSC will be limited to any adult person residing in the area outlined in Article 1, Section 2 of the Constitution of the Shaler Soccer Club (“the Constitution”), who has paid the applicable registration fee for the preceding, current or upcoming Playing Season, subject to those additional requirements as may, from time to time, be established by formal resolutions of the Board of Directors.

Any family residing outside of the area outlined in Article 1, Section 2 of the Constitution, which was previously a member of the SSC, shall continue to be eligible for membership. Any other family residing outside the area outlined in Article 1, Section 2 of the Constitution may be eligible for membership with the approval of the Board of Directors. The Registrar will advise the Board of Directors of these circumstances before they are permitted to participate in activities of the SSC.

Affiliate Membership in the club will be limited to any adult person who has been sponsored for affiliate membership by any Member in good standing, subject to the approval of the Board of Directors. The rights and responsibilities of the Affiliate Members will be determined by the Board of Directors.

1.2 APPLICATION FOR MEMBERSHIP

All applications for membership shall be made upon completion of the applicable season registration form and payment of the required dues, fees, and other charges. These registration forms will be maintained by the Registrar and shall be submitted by the published dates, as determined by the Board of Directors.

The Board of Directors may adjust these dates in accordance with changes in the start dates of the Playing Season set by PA West Soccer Association (“PWSA”).

1.3 LATE APPLICATION FOR MEMBERSHIP/REGISTRATION

Any Application for Membership/Registration received after the dates outlined in Section 1.2 above will be considered by the Board of Directors, on a case-by-case basis.

Acceptance of a Late Application/Registration will be based on availability, based on the target maximum team size. The Club will make no guarantee for placement on a team for late applicants/registrants.

The Registrant will be responsible for the entirety of the seasonal registration fee (with no prorated reduction)

plus any applicable late fees, as published and determined by the Board of Directors prior to the opening of the registration period.

1.4 RESIGNATION

Any member wishing to resign their membership from the Club may do so by submitting a written resignation to the Board of Directors. Refunds of fees, dues or other charges will not be made after the second week of the applicable playing season as prescribed by PWSA. All refunds made prior to the second week of the applicable playing season will be reduced by an early withdrawal penalty assessed to cover uniform, equipment, and insurance costs incurred by the Club. The early withdrawal penalty shall be determined at the sole discretion of the Board of Directors prior to the opening of the registration period and will be disclosed on all registration forms.

1.5 VOTING RIGHTS OF MEMBERS

Each adult member in good standing with the Club shall be entitled to vote on business matters affecting the Club at the Annual, General, or Special Meetings.

Each adult member in good standing with the Club shall be entitled to one (1) vote in any voting matter brought before the membership. Each family will have a maximum of two (2) votes.

Voting by proxy shall not be allowed under any circumstances.

1.6 DISCIPLINE

The Board of Directors shall have full authority to suspend or expel any member for proper cause. Proper cause may consist of the violation of any provision of the Constitution, By-Laws, Policies and Procedures of the Club as propounded from time to time by the Board of Directors. Suspension or expulsion may also occur if the member engages in conduct, which, in the opinion of the Board, may be contrary to the Club's purposes.

The Board of Directors will advise the suspended or expelled member of their action, in writing, within fifteen (15) days of its decision.

1.7 ALCOHOLIC BEVERAGES AND ILLEGAL DRUGS

All alcoholic beverages and/or illegal drugs are prohibited at all SSC functions, including but not limited to: practices, games, scrimmages, training, picnics, special events, etc.

The purchase and consumption of alcoholic beverages and/or illegal drugs at any meeting or function of the Club will not be the responsibility of the Club. Provisions shall be made to ensure that those attending such meetings or functions will be advised that the purchase and consumption will be solely the responsibility of the attending member and/or guest of the member. Alcoholic beverages may be purchased and consumed at meetings of the Board of Directors in accordance with all local, state, and federal laws, rules, and regulations.

CHAPTER 2: DUES AND FEES

2.1 REQUIRED PWSA FEE

The Club is required by the PWSA to collect a fee from each and every player registered with the PWSA. This fee, defined by PWSA, is non-discretionary on the part of the Club and is subsequently paid in total by the Club to PWSA. The fee is included in the SSC player registration fee.

2.2 MEMBERSHIP DUES/REGISTRATION FEES

All members registering a child to play with the Club will be assessed appropriate membership dues and/or registration fees. These dues and/or fees are due and payable upon Application for Membership/Registration as prescribed in Chapter 1 of these By-Laws.

No membership rights including playing privileges will be permitted until such dues and/or fees are paid. The dues and/or fees will be established prior to the applicable Playing Season of the Club by the Board of Directors. The membership will be advised of the subsequent Playing Season dues/fee structure prior to the opening of registration.

2.3 AUTHORITY

The Board of Directors shall have the authority to establish the dues, fees, and payment structure for each Playing Season.

The dues and fees will be determined by the Board based on expenses and revenues of the prior Fiscal Year and anticipated expenses and revenues for the next Fiscal Year.

Upon written request by a member in good standing, a budget report will be provided to the requesting member justifying the establishment of the fees, dues, and other charges. However, the establishment and presentation of a budget will not be required. Such written request must be made no sooner than the publication of said dues and fees and no later than the close of registration. Late registrants may also make this request, which will be considered by the Board of Directors on a case by case basis.

CHAPTER 3: BOARD OF DIRECTORS

3.1 RESPONSIBILITIES

The Board of Directors shall handle the management and operation of the Club, and shall be responsible for and have the final authority, except where otherwise provided for:

- Enforcing and interpreting the Constitution, By-Laws, Policies, and Procedures of the Club;
- Defining and establishing Policies, and Procedures for the Club;
- Creating appropriate committees such as: Nominating, Picnic, Player Development, Coaches Development, Fields, Equipment, Traveling Teams, Referee Development, Long Range Planning, Ways and Means, Registration, Concession Stand, etc.;
- Establishing the fees, dues, and other charges for the succeeding Playing Season;
- Review and approval of all actions of appointed committees;
- Review and approval of all commissioners and coaches for each Playing Season;
- Recommending potential election candidates for the Annual General Meeting;
- Approval of all expenditures of the Club exceeding \$100 and suspending approval of expenditures on a case-by-case basis where prudent and expeditious to the operation of the Club, yet requiring the Treasurer to advise the Board of applicable payments at each meeting of the Board;
- Establishing temporary rules and regulations for specific cases not provided for elsewhere, but which are

- o deemed necessary by the Board to carry out the objectives of the Club; and,
- o Review the Constitution, By-Laws, Policies, and Procedures of the Club to ensure consistency with the provisions of affiliate organizations, to remedy inequities or inconsistencies, and to recommend to any Special or General Meeting of the membership desirable changes to the Constitution, By-Laws, Rules and Regulations and Policies.

3.2 MEETINGS

The Board shall meet monthly on a day and at a time established each Calendar Year by the President of the Club or at other times upon the request of the President, or if requested, by one-third of the members of the Board. Two-thirds (2/3) of the membership of the Board shall constitute a quorum for conducting of all business. Excepting for the President, who shall act as Chairman of the meeting, each member of the Board shall be entitled to cast one (1) vote on any matter of business before the Board. The President, acting as Chairman, may cast one (1) vote in the event of a tie vote.

In extenuating circumstances, when a meeting of the Board cannot be convened to address an issue in a timely manner, specific issues may be addressed via an e-mail meeting of the Board. An email vote will be accepted until such time as the Board is able to meet in person.

Meetings of the Board of Directors shall be closed to the General Membership of the Club. Members wishing to address the Board on any issue may do so by invitation only from the President of the Club with at least one (1) weeks written notice to the President. The President, in his sole discretion, may invite other individuals or parties to attend meetings to provide information and input on a particular matter(s). However, no business of the Club shall be conducted until those such individuals or parties are no longer present. Meeting minutes for all Board meetings shall be made public (i.e. posted on the SSC website) no more than two (2) weeks after said Board meeting.

CHAPTER 4: EXECUTIVE BOARD MEMBERS – DUTIES AND RESPONSIBILITIES

4.1 TITLES

Executive Board Members are elected at the Annual General Meeting in November. The elected officers of the Club shall be a President, two (2) Vice Presidents, a Secretary, a Treasurer, and a Registrar.

4.2 PRESIDENT

The President shall be the chief executive officer of the Club. The duties of the President shall:

- o Preside over all meetings of the Board of Directors and General Membership;
- o Along with the Board of Directors, enforce the Constitution, By-Laws, Policies, and Procedures of the Club;
- o Appoint any individual and/or committee which may be required for the operation of the Club;
- o Be an ex-officio member of all committees of the Club;
- o Sign all written contracts, obligations or instruments of the Club;
- o Act on behalf of the Board when deemed necessary, subject to later ratification by the Board;
- o Represent the Club at all PWSA meetings or other such meetings involving community soccer leagues or appoint individuals to handle those responsibilities;
- o Make an annual report on the activities of the Club at the Annual Meeting of the membership; and;
- o Have one vote at all meetings in which he is Chairman, to be cast only in the event of a tie in the voting.

4.3 VICE PRESIDENTS

The Vice President offices shall be focused 1) on the Developmental Program and 2) on the Recreational Program. The Vice Presidents shall assume all the duties of the President, in his/her absence. In addition, the Vice President shall be responsible for:

- Conducting an annual audit of the financial transactions of the Club;
- Directing the activities of the age group commissioners;
- Directing the activities of the field manager and referee coordinator; and,
- Directing the activity of any coaches or youth training clinics or camps sponsored by the Club.

If the office of President should become vacant, the Vice Presidents shall co-hold the office until the next election at the next following Annual Meeting.

4.4 SECRETARY

The Secretary shall be responsible for:

- Keeping an accurate record of all meetings of the Board, as well as General and Special Meetings of the membership;
- All correspondence directed by the Board to be addressed;
- Providing notice to the membership of all meetings; and,
- Assisting the Field Manager with field permits, assignments, and maintenance.

4.5 TREASURER

The Treasurer shall be responsible for:

- Keeping detailed accounts of all financial transactions of the Club;
- Collecting all debts and fees owed to the Club and depositing all such collections in a recognized bank;
- Issuing all checks for all bills and obligations and where feasible prior approval of the Board for all expenditures exceeding \$1000. All such expenditures exceeding \$1000 must be approved in writing by the President or Vice President in lieu of prior Board approval.
- Providing the Board, upon demand, an accounting of all transactions;
- Developing and providing the Board with a budget for determining fees, dues, and other charges. Such budget should be presented to the membership at its Annual Meeting;
- Filing the annual tax return(s) of the Club using a qualified Certified Public Accounting firm;
- Monitoring the purchasing activities of the Equipment and Uniforms Managers, in conjunction with the Board Member Liaison with those managers; and,
- Monitoring the activities of any fund-raising activities of the Club (candy sales, concession stand, tournament, etc.), in conjunction with the appropriate Board Member liaison, and providing the Club with an accurate accounting of all funds received and disbursed from those activities.

4.6 REGISTRAR

The Registrar shall be responsible for:

- Maintaining a complete record (including birth certificates upon initial registration with the Club) of all teams and players for the purpose of player registration, team affiliation, voting and fee assessment with PWSA;
- Making the necessary arrangements for the semi-annual registration of players including online registration through the Affinity website; (Board Comment: Added to reflect updated registration process)
- Advising the Board of any non-resident applicants for Club membership prior to the rostering of players;
- Representing the Club at the semi-annual registration of players with the appropriate PWSA registrar and ensure that all players cards (where appropriate) and rosters are in proper order; and,

- Providing the equipment and field managers and the Board with summaries necessary for the performance of their responsibilities.

CHAPTER 5: AT-LARGE MEMBERS OF THE BOARD OF DIRECTORS

The At-Large members of the Board of Directors shall assist the Executive Board of the Club in the management and operation of the Club. They shall be responsible for directing the activities of the various Club committees and managers. They shall act as a Board Liaison to these committees and ensure that the directives of the Executive Board, as well as the Constitution, By-Laws, Policies and Procedures of the Club are enforced. Specific duties of At-Large Members of the Board of Directors will be determined by the Executive Board prior to and discussed during the Annual General Meeting in November.

CHAPTER 6: ELECTION OF THE BOARD OF DIRECTORS

6.1 VOTING RIGHTS

Voting rights for the election of the Executive Board shall be in accordance with Section 1.5 of these By-Laws.

6.2 ELIGIBILITY FOR ELECTION

Any adult (over the age of 17 years) member of the club in good standing as outlined in Chapter 1, Section 1.1 of these By-Laws shall be eligible for election to any position in the Club, i.e. the Executive members and At-Large members of the Board of Directors. Any individual interested in becoming a candidate for election to any position in the Club should (but is not required to) contact an Executive Board member prior to the Annual General Meeting and must attend the Annual General Meeting in order to declare their candidacy and introduce themselves to the Board of Directors and the voting membership in attendance.

6.3 NOMINATIONS

The following procedures shall apply to the nominating process for the election of officers and Board members:

1. The President at or before the October Board meeting shall appoint a Nominating Committee. The Nominating Committee shall consist of three (3) or more members of the Club, one of which shall be appointed Chairperson by the committee members.
2. The Nominating Committee shall be charged with submitting names to the General Membership at the Annual General Meeting for the six (6) Executive Board members of the Club as well as ten (10) names for the seven (7) At-Large Board member positions for their consideration. All nominations must have the consent of the nominee.
3. Nominations for the Executive or At-Large Board members may be made from the floor at the Annual General Meeting, at which the election of officers occurs. All such nominations must have the consent of the nominee. Each nomination from the floor must have at least one seconding of the nomination.
4. Depending on the number of candidates for each position, the voting may either be done through a voice vote of the membership present, or if deemed appropriate by the President, a secret ballot may be called.

6.4 ELECTION OF THE EXECUTIVE BOARD

At each Annual General Meeting, the following Executive Board Members shall be elected:

- President

- Vice President – Developmental Program
- Vice President – Recreational Program
- Secretary
- Treasurer
- Registrar

These individuals shall take office at the beginning of the next Calendar Year and shall serve in such offices until their successors have been duly elected and qualified at the next Annual General Meeting where elections occur.

6.5 APPOINTMENT OF AT-LARGE BOARD MEMBERS

The Nominating Committee shall provide the newly elected officers a slate of ten (10) candidates for the seven (7) At-Large Board members for their consideration. The Executive Board shall appoint seven (7) individuals from the slate provided to occupy the seven (7) At-Large positions.

These individuals shall take office with the newly elected Executive Board and shall serve until their successors are duly elected and qualified at the next Annual General Meeting where elections occur.

6.6 OFFICER AND BOARD VACANCIES

The Vice President, Secretary, Treasurer, and Registrar shall, upon written resignation, have their replacements appointed and approved by a simple majority of the Board of Directors. These individuals shall serve in their offices until the next Annual General Meeting where the election of officers occurs. Vacancies to At-Large positions shall be appointed by the President, with approval of two-thirds (2/3) of the remaining Board of Directors at the time the vacancy occurs. Should sufficient individuals not be available for these positions, they may remain vacant until such time as a suitable replacement can be found and voted upon.

If over the course of a year, a Board Member misses more than 25% of the meetings, the Member may be removed from the Board. The decision to remove will be made by vote of the remaining Board members and would require approval of two-thirds (2/3) of those remaining Board members. If the member is to be removed, the vacancy will be addressed via the procedures outlined earlier in section

6.7 TERMS OF OFFICE

All Executive and At-Large members shall hold office for one-year terms, until they resign, are removed or are otherwise disqualified to serve, or until their successors are elected and qualified, whichever occurs first.

The Executive and At-Large Board members shall have no limit on the number of consecutive terms they may serve. The Immediate Past President shall serve in that position until an appropriate succession occurs.

Terms of office shall run concurrent with the Calendar Year.

CHAPTER 7: COMMITTEES

In order for the Club to operate in an efficient manner, committees may be established to support the work of the Board of Directors. These committees may be formed and dissolved by the Board.

Managers/coordinators of these Committees shall report their activities to the Board of Directors through their appropriate Board liaison. No Committee or Committee Manager/Coordinator should make any action or make

any representation without prior approval of the Board of Directors.

CHAPTER 8: DISCIPLINARY ACTIONS AND APPEALS

The Board shall have the right and authority to suspend, expel, or otherwise discipline any individual(s), i.e. player, coach, assistant coach, commissioner, etc.

The right and authority of the Board to take such actions shall apply where any individual or member of the Club has violated the Constitution, By-laws, Policies and Procedures of the Club. Such action may be based either upon an original complaint or upon the Board's own action.

At any meeting or at the Board Meeting, the accused party shall be given a full opportunity to submit matters in rebuttal, mitigation or extenuation to the allegations.

CHAPTER 9: AMENDMENTS

The amendment, repeal; or suspension of the Bylaws may be done, in part or in whole, by two-thirds (2/3) vote of the membership present and in good standing at any called meeting of the membership of the Club provided a quorum is present.

Proposals for amendment, repeal, or suspension must be made in writing and submitted to the Secretary of the Club so as to allow thirty (30) days notice to all members prior to the consideration of such proposals at any meeting.

Notice to amend, repeal, or suspend shall be given at two (2) meetings of the Board of Directors and thirty (30) days notice to the membership.

CHAPTER 10: MISCELLANEOUS

10.1 RULES OF CONDUCT

Robert's Rules of Order shall be deemed to be adopted at all meetings conducted by the Club unless otherwise agreed to by the members present.

10.2 SIGNATURES

Any check or draft disbursing funds of the Club exceeding \$1000 must be approved by the Board. Suspension of the Board Approval Rule may be done on a case-by-case basis for the prudent and expeditious operation of the club. In this case, written approval must be given by the President or Vice Presidents and must be duly noted in the records kept by the Treasurer and Secretary.

10.3 NON-LEAGUE GAMES

Any Shaler Soccer Club team participating in a non-league game shall be responsible for all of its own expenses.

10.4 AGE GROUP CLASSIFICATION

The Club shall adhere to the age group classifications established each year by PWSA. All children will be assigned to the age group into which they fall according to their birthdate, unless it is deemed a necessity for the foundation of a team in another age group.

The Board of Directors, in conjunction with the age group commissioners, can decide to move players up or down an age bracket, with parental approval, in order to have enough players to field a team.

10.5 Play up Requests

This would be handled on a player by player basis. "Playing Up" because a player excels would not be an option until U8 (playing up to U10). Request would come from parents, current coach or age group commissioner. If the request comes from the parents, the board would request input from the current or last coach the player had. If the request came from the coach or commissioner, we would need parent approval. Each request would have to be voted on by the Board. Requests can be made at the start of each Playing Season. The player evaluations, which should be done at the end of each season by the coaches, may be used to help determine if the player should be evaluated and moved up for the following season. There must be an opening on the roster for the player. Once the decision is made to "Play Up", the player must continue to play at that age group for the remainder of the season.

Establishment of a team must be accomplished prior to the start of any Playing Season.

Upon initial registration with the Club, all players will be required to provide the Registrar with a copy of their official birth certificate. These will be maintained by the Registrar in the appropriate records of the Club. Copies of other evidences of birth will not be accepted, as they are not acceptable evidences of birth allowable by PWSA.

10.6 PLAYING TIME

All SSC players in attendance at any SSC game must participate in playing at least one-half (1/2) of every game.

10.7 POLICIES AND PROCEDURES

The Board of Directors, as outlined under the Constitution and these By- Laws, may adopt any policy or procedure in addition to those set forth in these By-Laws. However, any policy or procedure shall not conflict with any provision of the Constitution or these By-Laws.

All Policies and Procedures of the Club shall be attached to these By-Laws and shall be adhered to until amended, repealed or suspended as provided under these By-Laws.