



# United Valley Soccer Association

938 Center Street, Hawthorn, PA 16230

P.O. Box 250, Hawthorn, PA 16230

www.unitedvalleysoccer.com



## CONSTITUTION & BY-LAWS

### ARTICLE I

#### NAME

This association shall be known as United Valley Soccer Association, Inc., hereafter referred to as UVSA or the Association.

### ARTICLE II

#### PURPOSE

The purpose of the Association shall be:

- A. To develop, promote and administer an organized soccer program for youth four (4) to eighteen (18) years of age within the territory of Clarion, Armstrong, and Jefferson Counties, PA as so that all residents of the Redbank Valley School District and surrounding areas have the opportunity to play.
- B. To educate players, parents, and coaches about the sport of soccer; and increase public awareness about the game.
- C. To support the physical, mental and emotional development of the players in the Association.
- D. To promote an atmosphere of safety, teamwork, good sportsmanship and fair play within which players and teams can compete, learn and enjoy the sport of soccer.

### ARTICLE III

#### NON-PROFIT STATUS

The Association is organized and operated for the above stated purpose, and other related non-profit purposes, and no part of any earnings or income shall inure to the benefit of, or be distributed to, its members, officers or to private parties, except that UVSA shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose defined herein. Notwithstanding any other provision of this Constitution & By-Laws, the Association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) and/or 501(c)(7) of the Internal Revenue Code or corresponding provisions of any subsequent Federal Tax Law.

ARTICLE IV

AFFILIATION

- Section 1: The Association shall be an affiliate of the North Star Soccer League, hereafter known as NSSL or North Star, and has been constituted as a Youth Soccer Association as defined in the North Star constitution. The Association shall be subject to the authority of the NSSL; the Soccer Association for Youth, hereafter known as SAY; the United States Soccer Federation, hereafter known as USSF; and the Federation Internationale de Football Association, hereafter known as FIFA.
- Section 2: All teams, clubs and associations within the territorial jurisdiction of North Star who are not members of North Star shall be deemed non-affiliated organizations. Members of North Star shall not play soccer games against non-affiliated organizations without the prior approval and authorization of the Board of Directors of North Star.

ARTICLE V

MEMBERSHIP

- Section 1: Membership in UVSA shall be open to any resident at least eighteen (18) years of age within the area of Clarion, Armstrong, and Jefferson Counties, PA as defined in Article II.
- Section 2: Membership shall be open from January 1 to August 31. Any membership application received after August 31 shall be considered for the following year.
- Section 3: Application for membership to the Association shall be accomplished by:
- A. A complete and endorsed spring and/or fall registration form accompanied by payment of registration fees as set by the Board of Directors; or,
  - B. A completed General Membership Application accompanied by payment of membership fees as set by the Board of Directors.
- Section 4: All applications for membership to the Association shall be approved by the Board of Directors.
- Section 5: All coaches, assistant coaches, referees and members of the Board of Directors in good standing will be granted membership to the Association as defined in Article V, Sections 1 and 4.
- Section 6: Each such adult resident accepted for membership and otherwise in good standing shall be entitled to voting rights in the form of one (1) vote at any general or special meeting of the membership of UVSA as provided in Article VII.
- Section 7: The acceptance of membership obligates the member to comply with the provisions of the Constitution & By-Laws, the Policies & Procedures and any/all applicable Codes of Ethics or Conduct of UVSA. All documents will be made available to the membership via the Association website and this shall be deemed sufficient notice of their liabilities. Penalties for violation thereof shall be taken as provided in Article VIII.
- Section 8: The Secretary and/or Registrar shall submit membership for board approval as needed.

ARTICLE VI

GOVERNANCE

Section 1: The Association shall be governed by its Constitution & By-Laws and Policies & Procedures. UVSA shall retain its own autonomy, but will adhere to the authority of its affiliates, including NSSL, SAY, USSF and FIFA in all matters pertaining to interstate, regional, national and international competition, or in other competitions sponsored by said affiliates.

Section 2: The governing body of the Association will be the Board of Directors consisting of no more than fifteen (15) members including the Executive Board (Officers) and the Board at Large, each shall consist of the following:

<u>Board of Directors</u>	
<u>Executive Board</u>	<u>Board at Large</u>
President	At large Members
Vice-President	
Secretary	
Treasurer	
Registrar	

Section 3: The Board of Directors shall be determined by a majority vote of the general membership during the Annual General Meeting as defined in Article VII. Nominations of the Board of Directors shall come from the floor.

Section 4: The term of office for members of the Board of Directors shall be for one (1) year or the remainder of an elected term and shall begin on December 1 and end on November 30, hereafter referred to as Term Year. There shall be no limit on the number of consecutive terms that can be served.

Section 5: The President shall fill vacancies on the Board of Directors by appointment with approval by a majority vote of the Board of Directors in good standing. All approved appointments will serve the remainder of the current Term Year as defined in Article VI, Section 4.

Section 6: Each member of the Board of Directors shall have one vote at all Association meetings as defined in Article VII except the President who shall only vote in cases of a tie. No proxy votes, written votes, votes by phone, votes by email or other forms of electronic voting will be permitted.

Section 7: The Board of Directors shall have the following duties, responsibilities and authorities in addition to those provided by the law of the Commonwealth of Pennsylvania, federal law and elsewhere in these Articles:

- A. To interpret and enforce the Constitution & By-Laws of the Association.
- B. To establish and define all Policies & Procedures of the Association.
- C. To enforce the laws of the game and the rules of USSF, SAY and NSSL.
- D. To review the Constitution & By-Laws and Policies & Procedures of the Association to ensure consistency with the provisions of the affiliate organizations; to remedy inconsistencies; and to schedule any special meeting of the membership to remedy found inconsistencies as defined in Articles VII and IX.
- E. To establish any and all standing committees the Board of Directors sees fit and to review and approve all recommendations of standing committees.

- F. To conduct all business of the Association either directly or by delegation of its authority to a person or persons as it deems necessary.
- G. To transact all financial business of the Association including but not limited to the following:
  - Establish, review and amend all financial policies.
  - Establish, review and assess all player registration fees including those required by NSSL and SAY.
  - Establish an annual budget outlining projected spending and all fees to be brought before the General Membership for the succeeding fiscal year.
  - Approve any and all non-budgeted expenses according to the current financial policy of the Association.
- H. To approve all members as defined in Article V.
- I. To approve all appointments to non-elective positions.
- J. To schedule, reschedule, postpone or cancel games at any and all times.
- K. To report on its actions and policies to the General Membership or their authorized representatives on a regular basis but at least once each year at the Annual General Meeting as defined in Article VII.
- L. To establish temporary rules and regulations for specific cases not outlined elsewhere, but are deemed necessary by the Board of Directors to carry out the objectives of UVSA.

Section 8: The Executive Board shall have the following duties, responsibilities and authorities:

- A. To conduct all business of UVSA between meetings of the Board of Directors.
- B. To investigate, settle, correct or demand corrections in the case of all disputes, protests and/or complaints from the General Membership in accordance with USSF and SAY guidelines.
- C. To suspend or approve the actions of any individual seeking to serve or serving in any capacity within the Association.
- D. Pass upon and approve all bills against the Association, and be authorized to endorse checks issued in accordance with the current financial policy of the Association.
- E. To review the Treasurer's books, records and financial reports at the end of each fiscal year.

Section 9: The President shall be charged with the overall administrative and executive functions of the Association. As Chief Executive Officer the President will:

- A. Preside at all meetings of the Association.
- B. Be Chairman of the Board of Directors.
- C. Cast the deciding vote in the event of a tie in the voting at all meetings or waive the right to do so.
- D. Appoint all standing committee chairs at the first meeting of each Term Year and be an ex-officio member of these committees.
- E. Establish and appoint all ad hoc committees as he/she deems necessary to carry out the functions of the Association and be an ex-officio member of these committees.
- F. Contact committee chairpersons regarding pending business responsibilities in the event that chairperson has missed a Board of Directors meeting.

- G. Assign additional duties to officers as necessary to carry out the functions of the Association.
- H. Call meetings of the Board of Directors or General Membership as defined in Article VII.
- I. Pass upon and approve all bills against the Association, and be authorized to endorse checks issued in accordance with the current financial policy of the Association.
- J. Submit a written report on the operations of the Association at the Annual General Meeting as provided in Article VII.
- K. Act on behalf of the Board of Directors when he/she deems it necessary, subject to later ratification by the Board of Directors.
- L. Nominate individuals to hold the position(s) of and carry out the required duties of Coaching, Fundraising, Referee, and/or Uniform Coordinator.

Section 10: The Vice-President will:

- A. Act as President in the absence, resignation or vacancy of the President.
- B. Assist the President in coordinating and implementing the responsibilities and duties of the officers and members of the Association.
- C. Carry out any special duties and assignments requested by the President.
- D. Act as Public Relations Director for the Association.
- E. Act as District Representative to North Star for the Association.

Section 11: The Secretary will:

- A. Keep an accurate record of all meetings for the distribution of minutes to the Board of Directors and General Membership as required.
- B. Attend to all correspondence, provide notice of all meetings as defined in Article VII and maintain all files of the Association.

Section 12: The Treasurer will:

- A. Collect all moneys of the Association and maintain detailed accounts of all income and expenditures of the Association and such accounts shall be produced by the Treasurer on demand of the Board of Directors.
- B. Deposit all collections upon receipt in a recognized bank account in the name of UVSA at a financial institution approved by the Board of Directors.
- C. Pay by check or EBT all bills of the Association in accordance with the current financial policy of the Association.
- D. Submit a written report of the financial transactions of the Association for the past period at the Annual General Meeting as defined in Article VII.
- E. File all necessary Federal, State and Local tax forms for the Association.
- F. File all necessary forms for the maintenance of the Tax Exempt status of the Association.
- G. File on behalf of the Association all necessary annual forms with the Pennsylvania Department of State and the Bureau of Charitable Organizations.

Section 13: The Registrar will:

- A. Maintain all records of teams, players and coaches for the purpose of team registration, voting and fee assessment.
- B. Provide such records or summaries thereof to the Board of Directors as needed and North Star and SAY as required.

ARTICLE VII

MEETINGS

- Section 1: An Annual General Meeting (AGM) of the membership of the Association shall be called by the President, with the concurrence of the Board of Directors, toward the end of each Term Year, but no later than November 30 of the Term Year for the purposes of electing members of the Board of Directors for the succeeding Term Year and approving/disapproving any amendments to the Constitution & By-Laws.
- Section 2: Special Meetings of the membership may be called by the President with majority approval of the Board of Directors. Special Meetings shall be concerned with only those matters described in the written notification to the membership as defined in Article VII, Section 3.
- Section 3: With respect to all Special Meetings, notification to the membership in good standing shall be given no less than fifteen (15) days in advance of the scheduled date. Special Meetings called to consider amendments to the Constitution & By-Laws shall be as defined in Article IX.
- Section 4: The Board of Directors shall meet at least six times yearly, bi-monthly recommended. The Board of Directors shall set its own calendar which will be published to the general membership in a manner deemed fit by the Board of Directors.
- Section 5: Any member of the Board of Directors absent from 3 consecutive meetings and/or ½ of the meetings in which a quorum as defined in Article VII, Section 6 is present may have his/her position declared vacant by a two-thirds majority vote of the remaining Board of Directors in good standing. Vacant positions shall be filled as defined in Article VI, Section 5.
- Section 6: For the purpose of conducting business at any meeting, a quorum shall be a majority of the members of the Board of Directors in good standing.
- Section 7: The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Articles and any special rules of order the Association may adopt.

ARTICLE VIII

REMOVAL

- Section 1: The Executive Board may suspend or have the power to expel any individual, member or group from the Association in any of the following events:
- A. If such an individual(s) shall fail, refuse or neglect to fulfill their obligations as a member(s) or violate any of the provisions of the Constitution & By-Laws of the Association or the rules set forth by North Star, SAY or USSF.

- B. If such an individual(s) shall commit any action which shall contravene or be inconsistent with the principles or standards of good sportsmanship set forth by any Code of Conduct or Code of Ethics approved by the Association.

Section 2: The Association will provide equitable and prompt hearings and appeal procedures to guarantee the rights of individuals to participate and compete, including grievances involving the right to participate and compete in activities sponsored by USSF, NSSL and UVSA. All disciplinary actions, grievances, disputes and appeals shall be heard by the Executive Board. Any grievance, dispute, appeal, or disciplinary action shall be in writing.

Section 3: In all hearings conducted by the Association, the parties shall be accorded:

- A. Notice of the charges or alleged violations in writing and possible consequences if the charges are found to be true.
- B. Reasonable time between receipt of the notice of charges and the hearing within which to prepare a defense.
- C. The right to have the hearing conducted at a reasonably convenient time and place so as to make it practicable for the person/entity charged to attend.
- D. A hearing before the Executive Board.
- E. The right to be assisted in the presentation of one's case at the hearing.
- F. The right to present witnesses, evidence, and argument.
- G. The right to be advised of the identity of the evidence the hearing Executive Board has been given and the right to confront witnesses if called at the hearing.
- H. The right to have a record made of the hearing if desired.
- I. A written decision issued in a timely fashion, with reasons for the decision, based upon the evidence.

Section 4: Hearings for a player, coach, team or club will be held according to the provisions of the Division within which the violation occurred.

Section 5: Should the parties refuse to attend or create a situation that makes it impossible to hold the hearing within the stated time, the Executive Board may take such action as reasonably necessary upon their investigation. Such action could include but not be limited to a suspension or termination of rights of participation.

Section 6: All correspondence will be done by certified mail. All telecommunications will have written documentation and both parties copied.

Section 7: Any grievance, dispute or appeal on the part of any player, team, coach, administrator, trainer, or referee must occur in writing within 72 hours of the action, inaction, or receipt of decision giving rise to the grievance, dispute, or appeal.

Section 8: The next level of appeal for players, coaches, and clubs of the Association shall be to NSSL.

Section 9: The next level of appeal shall be to the USSF by completing a Notice of Appeal in accordance to USSF procedures (currently USSF Bylaw 705) providing for the party to complete a USSF Notice of Appeal with appeal fee to be submitted within 10 (ten) days of receipt of the decision rendered by the Association or other NSSL final decision. The USSF Appeals Committee has the jurisdiction to approve, modify or reverse decisions.

Section 10: The appellant must submit 12 copies of all statements, facts, and arguments for consideration to the State Office with the appeal for distribution.

Section 11: All decisions shall be in writing and by certified mail.

Section 12: All decisions of the Executive Board shall be in force until such time as further appeal has modified the decision.

Section 13: Decisions may be published in North Star publications.

Section 14: There is a right to be assisted in the presentation of one's case at a hearing. If legal counsel is utilized, prior notification must be given so that the hearing board may be equally represented.

Section 15: Sections 1 and 2 of Rule 2106 of the USSF Official Administrative Rule Book concerning litigation against NSSL shall apply to all its membership. All appeals levels must be exhausted first.

## ARTICLE IX

### AMENDMENTS

Section 1: The Constitution & By-Laws may be amended or repealed, in whole or in part, by a two-thirds vote of the general membership present and in good standing on the basis of one vote for each such member at any duly called general membership meeting provided a quorum as defined in Article VII, Section 6 is present.

Section 2: Proposals for amendment or repeal of the Constitution & By-Laws must be made in writing and be submitted to the Secretary so as to allow fifteen (15) days written notice to all members prior to consideration of such proposals at any meeting.

Section 3: All proposed amendments must include the present Constitution provision in its entirety followed by the proposed amendment with any new language proposed to be underlined.

## ARTICLE X

### DISSOLUTION

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all liabilities, dispose of all assets of the Association exclusively for the purpose, or purposes, stated in Article II of the Constitution & By-Laws in such manner, or to such organization, or organizations, constituted and conducted exclusively for the purpose or purposes as shall at that time qualify as exempt under Section 501(c)(3) and/or Section 501(c)(7) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal Tax Law, as the Board of Directors may determine.

Revised version of the Constitution & By-Laws ratified by the General Membership on the 9<sup>th</sup> day of November, 2014; effective on the 1<sup>st</sup> day of December, 2014.