

BYLAWS OF THE CARBON UNITED SOCCER CLUB, INC.
Amended October, 2011

1. The name of the organization shall be the Carbon United Soccer CLUB, Inc.
2. The “Carbon United Soccer Club, Inc.” is a non-profit corporation formed March 13, 2006 under the Pennsylvania Department of State Corporation Bureau (Entity # 586700) and shall hereafter be referred to as “Club”.
3. The office of the Club is as registered with the Eastern Pennsylvania Youth Soccer Association, 4070 Butler Pike, Suite 100, Plymouth Meeting, PA. 19462.

ARTICLE II: MISSION & PHILOSOPHY

1. The purposes for which this non-profit corporation has been organized is to create and operate a competitive travel soccer program for youths belonging to the Jim Thorpe Rotary Youth Sports Association (JTRYSA), the Lehigh Area Soccer Club (LASC), the Towamensing Soccer Club (TSC), and surrounding areas.
2. The Mission of the “Club” is to teach, promote, and encourage fun, safety, good sportsmanship, skills development, team spirit & discipline, and a general affection for the game of soccer to all players in the program. It is also a requirement that all “Club” coaches and parents respect these basic fundamental tenets.

ARTICLE III: MEMBERSHIP, ANNUAL FEE

1. Membership shall consist of all persons age 16 and older who either are current players, coaches, or parents of a player in good standing on a “Club” Travel Team.
2. A schedule of Membership dues and/or other assessments shall be adopted by the Board of Directors annually.
3. Members shall assist in promoting the projects and activities of the “Club” as requested by the Board of Directors.

ARTICLE IV: BOARD OF DIRECTORS, ELECTION, TERM, POWERS & RESPONSIBILITIES, OFFICERS, REMOVAL;

1. The “Club” shall be governed by a Board of Directors consisting of all current Head Coaches, Assistant Coaches, as appears on a club or league approved team roster, and all current Officers, Executive Board club representatives, and Committee Heads. All Head Coaches, Assistant Coaches, Executive Board club representatives, and Committee Heads must be approved annually by a majority of the Board of Directors at any regularly scheduled meeting. No member may have more than one vote at any meeting regardless of number of positions held.
2. The Board of Directors shall elect, by majority vote, the Officers of the Association (President, Vice President, Secretary, & Treasurer) annually to renewable one year terms during the November monthly meeting. The Board of Directors shall also organize the SEVEN member Executive Board during the November monthly meeting. The seven-member Executive Board will consist of Equipment Manager, Field Manager, Director of Training and the Officers of the Association. No member may hold more than one position on the Executive Board. The Executive Board may hold meetings as needed in order to prepare agenda covering all issues,

grievance, policy, and ruling for consideration at monthly meetings and to execute their duties to the club. The Executive Board as a body shall be responsible to coordinate and bring together the efforts of the various Committees and Volunteers of the Carbon United Soccer Club. Should an elected Officer vacancy arise during the term or their lack of attendance has hindered the progress of the club's function as evident by the absence of three consecutive meetings or 50% of the prior year's meetings the Directors shall elect a replacement, by majority vote.

3. The Board of Directors shall serve an executive function for the "Club" and shall be empowered to commit the resources of the "Club" to those obligations and purchases in furtherance of the goals of the "Club". It shall be the function of the Board of Directors to set specific policies for the "Club", including but not limited to: player and coaches selection; membership standards for good standing and removal; organizational rules for team sportsmanship, playing time, and discipline; "Club" fees/dues; and league affiliation. Although responsibility for policy making rests with the Board of Directors, it is essential that the individual Directors understand they represent both the concerns of the local soccer club and the general membership of the Carbon United Soccer Club, Inc. As a result, it is incumbent on the Board to consider those views in their deliberations and to grant sufficient time at "Club" meetings for Members to express their views.

4. The Board shall schedule regular monthly meetings, open to the Membership, and establish a webpage for the purposes of announcing important Association business, including the agendas, minutes, and schedules of the meetings. The Carbon United Board of Directors has a duty to include and disclose any and all known items they plan to discuss at the next regularly scheduled board meeting in their Agenda and then circulate the Agenda to the Membership a minimum of 10 days prior to the meeting. Failure to disclose a known item can be considered an example of bad faith. Any decision by the Board, other than an Amendment to the By-Laws, shall require a Majority vote of the Board of Directors. A quorum of SEVEN members of the Board of Directors, with at least THREE holding positions on the Executive Board, and at least ONE of which is an elected Officer of President, Vice President, Treasurer, or Secretary, is required for all meetings. Special or Emergency Meetings of the Board of Directors must be called if requested by the President, Vice President, Treasurer, or Secretary.

5. No Member shall have a vote on the Board of Directors except in the event that, should a majority of the Membership in attendance at a specific meeting, disagree with a specific Board decision at that meeting, they can call for a vote to veto that decision. For the veto to be legitimate, there must be a minimum of 10 Members in attendance (excluding the Directors) who have attended at least one of the current year's meetings (as documented by the "Club" Secretary) and there must be at least a 66% majority of those non-Directors present in favor of the veto.

6. Robert's Rules of Order shall be followed in all matters of parliamentary procedure unless specifically amended/changed by these By-Laws.

7. The President shall coordinate the business of the "Club", set the agenda for and preside over Board Meetings, and have all such powers as delegated by a majority of the Board of Directors.

8. The Vice President shall perform the duties of the President in his/her absence or at his/her direction. The Vice President will also coordinate all committee assignments.

9. The Secretary shall record the minutes and keep attendance records for each regular or special meeting of the Directors and "Club", keep a list of all Members and their mailing/email addresses and phone numbers, provide notices in accordance with these By-Laws, and receive

the correspondence of the “Club” and respond/report to the President and/or Membership as appropriate.

10. The Treasurer shall keep an accounting of all funds of the “Club” and have custody of all financial documents. The Treasurer shall report to the Board of Directors and the Membership, on a monthly basis, the financial circumstances of the Association. The Treasurer shall prepare Federal, State, and/or Local tax returns as necessary. Each year, the Board of Directors shall appoint an auditing committee to review the “Club” finances and present their findings to the Board within 60 days of their appointment.

11. In the event the conduct of a member of the Board of Directors runs counter to the Mission and Philosophy of the “Club” (as expressed in Article II of these By-Laws), or, their actions are deemed detrimental to the best interests of the “Club”, then the remaining members of the Board of Directors may remove them from the Board via a 2/3 vote of a special meeting called for this purpose.

ARTICLE V: DISBURSEMENTS

1. No disbursement over \$500 shall be made without resolution of a majority of the Board of Directors.

2. “Club” checks may be issued only with the signature of the treasurer and another officer of the Board of Directors, (President, Vice President, or Secretary).

ARTICLE VI: COMMITTEES

1. The Board of Directors shall have the power and authority to appoint such committees as they feel necessary for “Club” business. Such committees shall be comprised of “Club” Members and shall report their findings and make their recommendations to the Board of Directors at the conclusion of their duties, but in no instance shall they report to the Board less than once a year. Examples of typical committees include: Budget, Annual Tryouts, Field Maintenance, Coaches Supervision, etc.

ARTICLE VII: GRIEVANCE PROCEDURE

1. In order to give each Member, player, parent, and coach an opportunity to have their complaint resolved, the following procedure shall apply to all complaints or grievances:

a. If the grievance concerns a player, coach, or team, an attempt must be made to have the problem resolved by the coach involved. Should this not be possible, then the matter should be forwarded to the Board of Directors for review.

b. All other grievances should be submitted directly to the Board of Directors.

c. Upon receipt of a grievance, the Board of Directors shall summon the interested parties to hear testimony in a timely manner. At the conclusion of the testimony, the Board of Directors will deliberate and then vote via secret ballot to resolve the issue. The decision of the Board is final.

ARTICLE VIII: AMENDMENTS OF BY-LAWS

1. In order to amend these By-Laws: (1) the Membership must have at least 10 days notice of the proposed amendment before the meeting to vote on the amendment is held; (2) there must be a minimum of 10 Members (including Directors) present at the meeting to vote on the amendment; and (3) there must be a minimum of a 66% majority in favor of the amendment.

ARTICLE IX: EFFECTIVE DATE

1. These By-Laws were first proposed, discussed, and amended at an organizational meeting for the “Club” held on Tuesday, November 15, 2005, at the Lehigh Rec Center. Present at the meeting were the following representatives of the three sponsoring soccer clubs: Connie Blauch, Glenn Schnell, Diane Schnell, & Vaughn Andrew (LSAC); Peter Turko, Paul Steinmetz, Jeff Roberts, & Glenn Strohl (TSC); and Michael Principe (JTRYSA).
2. The three regional soccer clubs sponsoring this “Club” reviewed and tentatively approved the Draft By-Laws in their monthly meetings as follows: TSC (December, 2005); LSAC (January, 2006); and JTRYSA (January, 2006).
3. A subsequent meeting of representatives of the 3 clubs met and discussed, amended, and approved the By-Laws on February 27, 2006. The representatives then unanimously approved the By-Laws be forwarded to the Carbon United attorney to begin the incorporation process.

Initial Draft of By-Laws prepared by M. Principe on Oct. 11, 2005.

Draft By-Laws amended on November 15, 2005.

Draft By-Laws amended and approved on February 27, 2006.

Article 4 part One, italics text, changes approved July meeting 2007.

Articles I:3, IV:1, IV:2, IV:3, IV:4, IV:5, IV:11, and V:2 changes approved July meeting 2009.

Articles I:3, EPYSA address, changed October 3, 2011 meeting.

Article IV:2, Board of Directors, changes approved: July 22, 2016 meeting