

Vernon Youth Soccer, Inc. By-Laws

Wednesday, March 25, 2009

Amended - Tuesday, December 22, 2009

Amended - Wednesday, December 22, 2010

Amended- Wednesday, December 28, 2011

Article I - PURPOSE

Vernon Youth Soccer, Inc., is a nonprofit corporation hereafter referred to as VYS. The VYS is a tax-exempt organization under the laws of the United States, and shall maintain its tax-exempt status under the Internal Revenue Code.

1) PURPOSE

- a) To promote, develop, and govern the game of soccer under the jurisdiction of VYS.
- b) To promote good sportsmanship for all participants.
- c) To help foster the physical, mental and emotional growth for boys and girls of all ages and competition levels.
- d) VYS shall be a non-profit organization.
- e) VYS will not discriminate against any individual on the basis of race, color, religion, age, sex, national origin, disability, sexual orientation or financial status.

2) STATUS OF THE BY-LAWS

- a) VYS shall be guided in all its activities by the provisions of these By-laws.
- b) Once initially adopted by the Executive Board of VYS, these By-laws can be repealed, amended, or modified at the December General Membership Meeting by a majority of those members in good standing that vote. Notice of proposed changes to these By-laws shall be made available to members of VYS at least one week prior to the date of the General Membership Meeting on which balloting is to take place.
- c) These By-laws can be repealed, amended, or modified only once per year.
- d) The approval of any proposed amendment to the By-Laws shall require an affirmative vote of fifty-one (51%) per cent of the votes cast.
- e) Any approved changes in By-Laws shall become effective upon the adjournment of that General Meeting in which the vote took place.
- f) By-Laws shall be reviewed at least once every three years.

3) COMMUNICATION

- a) The Board will maintain good communication with the membership and community as a whole and insure that all relevant information about VYS activities reaches all members.

Article II - MEMBERSHIP

1) AGE REQUIREMENTS

- a) Membership in VYS is limited to men and women who have reached at least their 18th birthday.

2) DUES AND FEES

- a) Membership in VYS may be gained by meeting the age eligibility requirements and by the payment of membership dues. The Executive Board of VYS shall, from time to time and as necessary, determine dues and fees. Membership dues will be payable annually on a date to be established by the Executive Board. Seasonal and league registration fees will be paid prior to the first scheduled match of each season.

- b) Non-payment of Registration Fees or annual dues will result in the cancellation of membership.
 - c) Non-payment of season fees, without prior arrangement with the Executive Board, will result in the cancellation of registration for that season.
 - d) Registration fees and travel fees are non-refundable.
 - e) Registration Fees and fee schedules will be established by the Executive Board in conformance with the following guidelines:
 - (1) Registration Fees will be set at a level, which will cover administrative costs, equipment and associated expenses of VYS.
 - (2) Seasonal registration fees will be set at a level, which will cover field use, player development and associated expenses.
 - (3) The Finance committee as a part of its proposed Annual Operating Budget will present a schedule of dues and fees to the Board of Directors.
- 3) MEMBERSHIP
- a) Rights and privileges stated or implied in these By-laws are available only to voting, regular or honorary members of VYS.
 - b) *Voting Member*: A voting member is a regular or honorary member in good standing that has attended a minimum of two (2) General Membership Meetings annually.
 - c) *Regular Membership*: A regular member in good standing is someone who has satisfied the requirements for membership in VYS including but not limited to adherence to VYS rules, policies and code of conduct.
 - d) *Honorary Membership*: Honorary members are granted by a unanimous vote of the Executive Board annually. An honorary member is entitled to all rights and privileges as a regular member.
 - e) *Past President*: Past President(s) shall be considered as an honorary member not subject to annual review. A past President shall be any person who has served VYS in the capacity of President for a minimum of six months.
 - f) The Registrar will maintain a complete list of past and present approved honorary members.
- 4) RIGHTS AND PRIVELEGES
- a) Only members in good standing who have met the requirements of a voting member may be elected to the Executive Board of VYS.
 - b) Only voting Members in good standing shall have the right to one vote per registered family at elections and on other matters, which may be submitted for consideration by the voting membership. Voting by proxy will not be allowed.

ARTICLE III – BOARD OF DIRECTORS

- 1) The Board of Directors shall consist of all elected officers known as the Executive Board and all appointed Directors.
 - a) The Board of Directors shall consist of a minimum of nine members and a maximum of seventeen members.
 - b) Executive Board members and appointed Directors may receive a credit towards their annual fees. This credit will be reviewed and require approval in the Annual Operating Budget.
 - c) Officers
 - i) The elected officers of VYS shall be President, Vice President, Second Vice President, Treasurer, Registrar and Secretary. These elected officers shall be the governing body of VYS.

- ii) These officers shall constitute the Executive Board, elected by popular vote of the voting members of VYS at a General Membership or Special Meeting for which full notification details of the election shall be communicated to the membership.
- iii) Terms of the Executive Board shall be for a period of (2) years. The positions of President, Second Vice President and Treasurer will be elected in even years and the Vice President, Registrar and Secretary will be elected in odd years at the December General Membership Meeting.
- iv) No person or family may hold two or more elected offices simultaneously.
- v) Officers may be re-elected to consecutive terms.
- vi) Executive Board members shall attend all Executive and Board of Directors meetings.

d) Duties of Officers

- (1) President: The President shall set the monthly meeting schedule and preside at all meetings of members and Directors in accordance with these by-laws and may refer to Roberts Rules of Order for parliamentary procedure. The President will oversee that all officers and directors perform their respective duties and appoint all committee chairmen. The President shall be required to sign all legal documents pertaining to VYS. The President will represent VYS in an honorable and honest manner in all matters related to VYS. The President shall also perform whatever other duties the Board may from time to time prescribe. The President does not vote unless the vote is by ballot. In the event of a tie vote of the Executive Board or the Board of Directors, the President shall cast the deciding vote.
- (2) Vice President: Also known as the Director of In-town. The Vice President shall attend all meetings and, in the absence of the President, perform the duties and exercise the powers of the President. The Vice President shall coordinate all matters dealing with VYS In-town soccer duties. The Vice President will be responsible for overseeing all in-town coaches regarding licensing and training capabilities. The Vice President shall have such ever other responsibilities as the Board may assign.
- (3) Second Vice President: Also known as the Director of Travel. The Second Vice President shall attend all meetings and, in the absence of the President and Vice President, perform the duties and exercise the powers of the President. The Second Vice President shall coordinate all matters dealing with VYS traveling duties. The Second Vice President shall have such ever other responsibilities as the Board may assign.
- (4) Treasurer: The Treasurer shall have custody of VYS funds and securities. The Treasurer shall keep full and accurate account of receipts and disbursements and shall deposit all VYS monies and other valuable effects in the name of and to the credit of the VYS in a depository or depositories designated by the Board. The Treasurer shall give a monthly report of disbursements, receipts, balances, and other financial information, and be responsible for the filing of all forms and reports required by state or federal government agencies. The Treasurer shall serve on the Finance Committee.
- (5) Registrar: The Registrar shall be responsible to keep a complete record of all teams, players, coaches and volunteers for in-town and travel for the purpose of player registration and insurance records. The registrar shall provide reports of all players as required to all board members at the beginning of each season. Registrar shall attend all necessary VYS events.
- (6) Secretary: The Secretary shall attend all meetings of the members and Directors and shall keep, or cause to be kept, a true and complete record of the proceedings of

those meetings. The Secretary shall give, or cause to be given, notice of all meetings of the members or Directors and shall perform whatever additional duties the Board may from time to time prescribe

- e) Directors
 - i) All Directors shall be members in good standing of VYS.
 - ii) Directors shall be appointed and serve at the discretion of the Executive Board.
 - iii) A current list of Directors and description of their positions shall be posted in accordance with VYS rules and policies.
 - iv) Directors shall attend all Board of Directors meetings.
- 2) Committees
 - a) The President, with concurrence of the Board, may from time to time establish and abolish committees from among the members of VYS as may be deemed necessary, expedient, or contributive to the performance of the duties of the Board.
 - b) The President shall appoint a Chairman and a Vice Chairman, if needed, for each committee established
 - c) All committee members shall serve at the pleasure of the Executive Board.
 - d) All committees must submit up to date status reports at the request of the Executive Board within a reasonable amount of time.
- 3) Vacancies
 - a) Vacancies shall be deemed to occur whenever an officer or director either resigns in writing or becomes unable or unwilling to complete his/her duties. Should a Board Member miss three consecutive scheduled monthly meetings without being excused by the President or a majority of the Board, the Board Member may be removed by a majority vote of the Board which determination shall be presented in writing to that member.
 - b) Vacancies shall be filled by appointment of the President and majority vote of the Executive Board until the next general election. A new officer will be elected at the next election meeting to fill the remainder of the vacant term.
 - c) The Vice President succeeds the President if the President resigns mid-term and will be considered interim President until the next election meeting. A new President will be elected at the next election meeting to fill the remainder of the President's term. At which time the interim President will return to the position of Vice President to fulfill his/her term.

ARTICLE IV – MEETINGS

- 1) Schedule of Meetings
 - i) The regular meetings of the VYS shall take place monthly, time to be determined at the first meeting of the New Year.
 - ii) The President may call a special meeting whenever he/she may deem it necessary. A special meeting is defined as any meeting other than the 12 regular monthly meetings, excluding Executive Board Meetings, which can be held at any time.
 - iii) General Membership meetings shall occur at a minimum of twice a year to inform all members of current VYS status and the direction of the club.
- 2) Rules of Meetings
 - i) At all meetings of the Board of Directors, majority of the members including 3 executive officers of said Board shall constitute a quorum for the transaction of VYS business.

- ii) Executive board meetings shall be separate from the Board of Directors and General Membership meetings and should be kept confidential in keeping with VYS values and best interests.
 - iii) Any member attending a General Membership meeting shall be required to sign-in to have their attendance on the official record. The sign-in and recording of such on official record will be only accepted evidence of having attended a meeting.
- 3) Order of Business
- a) VYS will follow the following procedure for conducting Board of Directors and General Membership meetings. VYS may refer to Roberts Rules of Order for parliamentary procedures.
 - i) Call meeting to order
 - ii) Reading and approval of minutes
 - iii) President's Report
 - iv) Treasurer's Report
 - v) Vice President's Report
 - vi) Second Vice President's Report
 - vii) Unfinished Business
 - viii) New Business
 - ix) Announcements
 - x) Adjournment

ARTICLE V - POWERS AND DUTIES OF THE VYS

- 1) Powers
- a) VYS, through its Board of Directors, shall have the power to:
 - i) Affect any or all of the purposes for which it is organized.
 - ii) Make contracts and incur liabilities consistent with the purpose, philosophy, and policies set forth in Article I.
 - iii) Establish eligibility requirements for membership in VYS, as well as in any league or activity sponsored by VYS.
 - iv) Establish levels of membership and levy and collect membership fees.
 - v) Adopt rules governing the conduct of VYS activities as well as access to and use of playing fields and all other facilities used by the VYS membership.
 - vi) All above powers, policy changes and procedures are to be approved by the Board of Directors majority vote.
- 2) Transaction of Business
- a) The act of the majority of the Board members present at a meeting at which a quorum is present shall be considered acts of VYS. An affirmative vote of a majority of Board members is necessary to:
 - i) Enter into a contract
 - ii) Borrow money
 - iii) Approve or amend the Annual Operating Budget
 - iv) Submit a proposed amendment to the By-laws to the voting members of the VYS.
 - v) At the discretion of the President, meetings may be conducted by joint communication.
- 3) Records and Receipts
- a) The fiscal year for VYS will be from August 1 to July 31.

- b) The Treasurer may spend up to \$400.00 for non-budgeted items without approval of the President. The President must approve any budgeted expenditure in excess of \$400.00. VYS Board members must approve all unbudgeted expenditures in excess of \$900.00.
 - c) The Secretary will have meeting minutes made available for review by the next monthly meeting to be voted on for approval.
 - d) A written record of the proceedings of each Regular Board meeting will be furnished to each Board member and be posted for review by any member of VYS.
 - e) The Treasurer shall maintain such financial records as are necessary to reflect receipts and disbursements of all funds by VYS. Such records shall also reflect the financial condition of VYS at all times. Copies of all financial reports shall be furnished to each Board member upon request.
 - f) All officers upon expiration of their term of office, or upon resigning or dismissal from VYS shall turn over to their successors in office, or upon demand of this organization, all money, books, records, files, papers or any other matter in their possession which is or may be considered the property of VYS within a period of seven (7) business days.
 - g) The Executive Board must have two members at all times on the banking signature card. This will be reviewed annually to confirm that there are always two current Executive Board members with access to the bank.
- 4) Annual Operating Budget
- a) The Finance Committee shall prepare and members shall adopt an annual estimate of revenues and expenditures and approve an Annual Operating Budget. This budget shall serve as the official financial plan of VYS. An Annual Operating Budget must be approved for the coming fiscal year at a General Membership meeting.
- 5) Rules, Policies
- a) VYS will maintain a current written record of VYS rules, policies and code of conduct, which shall be made available to all VYS members.
 - i) They shall be subject to annual review by the Board of Directors
 - b) VYS, through its Executive Board, may impose fines and penalties on groups or individuals failing to comply, after due notice, with any rule or code of conduct duly established by VYS.
 - c) VYS, through its Executive Board, may deny membership; expel from membership, or refuse access to participation in VYS sanctioned or sponsored activities to any group or individual that violates VYS rules or codes of conduct.
 - d) Adopt special rules of play for any league, tournament or exhibition sanctioned or sponsored by VYS.
- 6) Grievances
- a) Any member of the organization that has a grievance shall submit it in writing to the Executive Board.
 - b) The Executive Board or other appropriate official within a timely manner will resolve all grievances.
- 7) Public Relations
- a) VYS will take no position on public issues unless voted on by the VYS Executive Board members.
 - b) Only the President or his/her authorized representative shall speak for VYS.

ARTICLE VI – ELECTIONS

- 1) Eligibility
 - a) Only members who have been active for 2 years prior to their nomination will be considered to be candidates for elected positions.
 - b) Candidates must be on the official record of having attended a minimum of two (2) General Membership Meetings annually by calendar year. Not including the December meeting in which annual voting takes place.
- 2) Nomination Process
 - a) Prior to each election, the Board of Directors shall make an effort to find appropriate candidates for Executive Board positions. The President may appoint a nominating committee.
 - b) The candidate selection effort should make an attempt to represent the membership's diversity.
 - c) Nominations deadlines shall be set at the October General Membership Meeting.
 - d) Nominations may be submitted in writing or from the floor at the October General Membership Meeting.
 - e) Notification of elections and candidates shall be made available to the general membership in writing two weeks prior to annual elections.
- 3) Voting
 - a) Only Voting Members will be eligible to vote in elections. (The meeting in which the vote takes place will count as (1) of the (2) required regular meetings.)
 - b) The Secretary will maintain a record of eligible voting members and distribute ballots accordingly.
 - c) Absentee or Write in vote shall not be permitted at any election.
- 4) Elections
 - a) Officers shall be elected at the December General Membership meeting for a 2-year term as provided in Article III (1) (b) (iii).
 - b) Candidates for Board elections will be presented to the membership at the annual meetings held for this purpose.
 - c) A member nominated for elective office need not be present at the election meeting.
 - d) Elections will be by secret ballot unless uncontested.
 - e) In the event of more than one candidate for the same office, the candidate with the plurality of votes cast shall be declared the winner.
 - f) Ballots will be tallied by a minimum of three members of the Board.
 - g) In the event of a tie, additional ballots are cast (secret) until the tie is broken.

ARTICLE VII – NON-PROFIT STATUS OF THE VYS

- 1) VYS is a non-profit, charitable organization.
 - 2) No asset will be for personal benefit to any individual.
 - a) Exclusion to Article VII, 2 with the exception provided in Article III, 1, b.
 - 3) Upon liquidation the organization, any asset will be donated to an organization exempt under Section 501-c-3 of the IRS code or its equivalent. The Board shall vote on such organization.
 - 4) The organization shall carry liability insurance covering registered players and coaches.
- It is the responsibility of the Board to ascertain the organization is in compliance with State/Federal regulations relating to non-profit organization.