

KINGS PARK SOCCER CLUB

BY-LAWS

June 3, 2013

ARTICLE I - NAME

This Organization shall be called the "Kings Park Soccer Organization, Inc." recognized in New York State as a 501(c)(3) not for profit organization d/b/a "Kings Park Soccer Club" hereinafter referred to as the "Club."

ARTICLE II - MISSION

To provide a service to the community by promoting the concepts of fair play and sportsmanship through participation and by example of the Members and provide a healthy outlet for the energies of the youth of the Kings Park community and surrounding areas through the sport of soccer.

All references in these by-laws to the pronoun his or he shall be interpreted as a person of either gender.

ARTICLE III - MEMBERSHIP

Section 1. - Members

Membership shall be open to anyone interested in the purposes and objectives of the Club. Members will include Club Officials, coaches, assistant coaches, active participants (i.e., any registered families) or other persons who wish to ally themselves for purposes of the Club or Honorary Members.

Section 2. - Members in Good Standing

Will have paid the annual dues, in an amount to be determined by the Board, in advance for each playing season to the Treasurer and not currently be under any sanctions by the Board.

Section 3. - Honorary Members

Any person who has distinguished themselves in support of the Club, by election to such membership through a two-thirds ($\frac{2}{3}$) majority vote by the entire Board. Honorary Members are exempt from the payment of annual dues.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. - The Board

The business of the Club shall be conducted and managed by the Board of Directors, hereinafter referred to as the "Board," which shall consist of no more than seventeen (17) Directors. The number of Directors may be increased or decreased by action of the Board, provided that any action by the Board to effect such increase or decrease shall require the vote of a two-thirds ($\frac{2}{3}$) majority of the entire Board. No decrease in the number of Directors shall shorten the term of any Director then in office.

Each Director shall be at least eighteen (18) years of age and have volunteered fifty (50) hours of their time, during the preceding twelve (12) months, in service to the club. The Directors shall serve for a term of two (2) years. Five Directors shall be elected at the Annual Meeting during the even year and five shall be elected during the odd year. The Directors shall be elected by a general vote at the Annual Meeting. Each registered family will have one (1) vote and each voting person must be at least eighteen (18) years of age. Directors are expected to attend General Board and Annual Meetings.

Only Members in good standing can be elected or appointed Directors. Vacancies occurring among the Board shall be filled by appointment of the Board for the balance of the term.

Section 2. - Conduct

- A. Members have an obligation not only to abide by the By-Laws and policies of the Club, but also to act in a manner that evidences their commitment to the principles and intent of the By-Laws and Policies.
- B. Private or conflicting interests shall not provide the potential for or the appearance of an opportunity to benefit, wrongdoing, or unethical conduct.
- C. Directors and coaches may not serve on the Board of Directors, Committees or Coaching Staff of any other Soccer Club unless approved by a vote of a two-thirds ($\frac{2}{3}$) majority of the entire Board.
- D. Information or data entrusted to members for use in their capacity or position shall not be disclosed or disseminated in a manner that may cause embarrassment to the Club, or that betrays a trust or confidence.
- E. Members shall at all times exhibit deportment that maintains the Club's reputation, and shall at no time harm or hinder the Club or its ability to represent the sport of soccer.

- F.** No member shall harass another member by actions that include, but are not limited to, unwelcome remarks, invitations, requests, gestures, physical contact, phone calls, e-mails, text messages or via social media that, whether indirect or explicit, has the purpose or effect of humiliating, interfering with or creating an intimidating situation for that other member. Harassment will be considered any such inappropriate behaviors, be it ethnical, religious or sexual in nature.
- G.** The interactions or involvement of members under the jurisdiction of the Club shall not result in threats, intimidation, or inflicted physical distress between such members, whether implied or specified.
- H.** Members may be fined, suspended and/or expelled from membership in the Club for misconduct or actions detrimental to the Club or for any violation of any Part of Article IV, Section 2. The President, or his designated representative, will direct an investigation to be conducted whenever there are credible allegations of misconduct by a club member or associate. The results of the investigation will be referred to the Arbitration Committee, and the procedures for conducting a disciplinary hearing will be followed.

Section 3. - Resignations

A Director may resign from office at any time by delivering a written resignation to the Board. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board. Acceptance of such resignation, unless required by the terms thereof, shall not be necessary to make it effective.

Section 4. - Removal of Directors

The Board may remove any Director, for cause, by a two-thirds ($\frac{2}{3}$) majority vote of the entire Board.

Section 5. - INDEMNIFICATION OF DIRECTORS

The Club shall indemnify any person made, or threatened to be made, a party to any action or proceeding, whether civil or criminal, by reason of the fact that he, his testator or intestate, is or was a director or officer of the club or served another club in any capacity at the request of the Kings Park Soccer Club, to the fullest extent permitted by law. The club may purchase and maintain indemnity insurance to the extent permitted by law.

The indemnification of any person provided by this Article shall continue after such person ceases to be an officer or director of the club as the case may be, and shall inure to the benefit of such person's heirs, executors, administrators and legal representatives.

The club, through its insurance policy, shall advance or reimburse upon request any person entitled to indemnification hereunder all expenses, including reasonable attorneys' fees and disbursements, reasonably incurred by such person in defending any action or proceeding in advance of the final disposition thereof upon receipt of an undertaking by such person to repay such amount if, and only to the extent, such person is ultimately found not to be entitled to indemnification.

ARTICLE V - EXECUTIVE OFFICERS

Section 1. - Positions

The Board shall elect the following Executive Officers for a one (1) year term, commencing the first day of July: President, Administrative Vice-President, Operational Vice-President, Secretary and Treasurer. Executive Officers shall be elected, by a simple majority vote of the newly installed Board, following the elections at the Annual Meeting. Only Members of the Board can be elected Executive Officers. The Immediate Past President is a de facto member of the Board and an Executive Officer.

Section 2.- Duties

- A. **President** - The President shall act as Chairman of the Board and preside at all General Board, Annual, Special Board and Executive Board Meetings of the Club; shall be an ex-officio Member of all Committees; shall appoint all Committees not otherwise specified; shall see that all policies, rules, and regulations of the Club are executed.
- B. **Administrative Vice-President** - In the absence of the President, shall exercise all the functions of the President and shall be vested with all of the Presidential powers; shall oversee all administrative coordinators; shall be a liaison to the community.
- C. **Operational Vice-President** - In the absence of the Administrative Vice-President, shall exercise all the functions of the Administrative Vice-President and shall be vested with all of Administrative Vice-Presidential powers; shall oversee all operational coordinators.
- D. **Immediate Past President** - The Immediate Past President is a voting member of the Board and serves as the senior adviser to the President. This position will be filled by the previous sitting president, unless that person resigns, was removed from office for cause or is deceased. In the latter cases, the board will appoint an appropriate person for this position. In the absence of the Operational Vice-President, he shall exercise all the functions of the Operational Vice-President and

shall be vested with all of Operational Vice-Presidential powers. The Immediate Past President is not required to stand for election to be appointed

- E. Secretary** - The Secretary shall attend and keep a record of the minutes of all General Board, Annual, Special Board and Executive Board Meetings of the Club. He shall be responsible for all records of the Club and for the distribution of all official notices and minutes of the General Board, Annual, Special Board and Executive Board Meetings as directed by the President. He shall assemble, preserve and safeguard all records, trophies, memorabilia and other documents of the Club. He Shall oversee all clerical coordinators.
- F. Treasurer** - The Treasurer shall act as custodian of all funds of the Club and pay all bills approved by the President, up to a \$1000 limit, all bills approved by either Vice-President, up to a \$500 limit, or by the Board. He shall keep an exact record of all receipts and expenditures and submit an itemized report of the same to the Club at all General Board and Annual Meetings or to the President upon request. He shall oversee all financial coordinators.

ARTICLE VI - MEETINGS

The business of the Club shall be transacted at General Board Meetings at which a quorum is present. Meetings shall be held at least ten (10) times a year on a date, time, and at a place selected by the Board.

There shall be an Annual Meeting of the membership each year during the month of June. The date of which shall be established by the Board and a best effort notice shall be provided to Members at least fourteen (14) days before said date.

All Annual and General Board Meetings are open to the public.

Special Board Meetings shall be convened only to consider one or more items of business specified in the call of the Meeting. Notice of the time, place, and exact purpose of the Meeting must be provided to all Board Members with a minimum of 48 hours notice unless all Board Members agree to wave the time requirement. Due to the important nature of Special Board Meetings, it is essential that the delivery of the 48 hour notice to each director be confirmed. Special Board Meetings may only be called by the President at his own discretion or by the President as requested by a two-thirds ($\frac{2}{3}$) majority of the entire Board.

Executive Board Meetings shall be called by the President at his own discretion. Only the Executive Officers and other guests explicitly invited by Executive Board Members may attend Executive Board Meetings.

Committee Meetings shall be called at the discretion of the Committee Chairperson to discuss Committee business. Only Committee Members, Executive Officers and other guests, explicitly invited by a Committee Member, may attend Committee Meetings.

Section 1. - Order of Business

The order of business shall be: a) Call to Order, b) Minutes, c) Treasurer's report, d) Public Comments, e) Executive Officers' reports, f) Coordinators' reports, g) Standing Committee reports, h) Transient Committee reports, i) Unfinished Business, j) New Business, k) Adjournment.

Section 2. - Parliamentary Procedure

All Meetings shall be governed by Robert's Rules of Order, Current Edition.

Section 3. - Quorum

- A. **General Board Meeting** - A minimum of one-half ($\frac{1}{2}$) of the entire Board to include one-half ($\frac{1}{2}$) of the Executive Officers.
- B. **Annual Meeting** - A minimum of one-half ($\frac{1}{2}$) of the entire Board to include one-half ($\frac{1}{2}$) of the Executive Officers plus the number of Members present at that time.
- C. **Special Board Meeting** - A minimum of one-half ($\frac{1}{2}$) of the entire Board to include one-half ($\frac{1}{2}$) of the Executive Officers.
- D. **Executive Board Meeting** - A minimum of one-half ($\frac{1}{2}$) of the Executive Officers.
- E. **Committee Meeting** - A simple majority of the Committee Members.

ARTICLE VII - COORDINATORS

The board shall determine the necessity and responsibilities of coordinators. For purposes of organization, coordinator positions shall be classified as one of administrative, operational, clerical or financial. The board will elect coordinators from the club's members in good standing. Coordinators shall be elected by a simple majority vote of the newly installed board, following the election of the executive officers at the annual meeting.

ARTICLE VIII - COMMITTEES

The Board may designate from their numbers Standing or Transient Committees. The board may delegate decision making and binding authority to any committee for any purpose by a majority vote. Decisions and rulings by Committees with binding authority can only be overturned by a three-fourths ($\frac{3}{4}$) majority vote of the entire Board.

Section 1. - Standing Committees

These shall each be headed by a Board Member. Each Board Member shall be a Member of at least one Committee, but no more than three Committees.

- A. **By-Laws** - Shall review the By-Laws annually and, when necessary, suggest changes and amendments. Recommendations on amendments must be presented to the Board by the May General Board Meeting. All questions on interpretation of the By-Laws shall be referred to the By-Laws Committee for review and interpretation.
- B. **Budget and Finance** - Shall develop and recommend an annual operating budget including capital expenditures and special projects to the Board. The operating year is August 1 - July 31 of the succeeding year.
- C. **Travel Teams** - Shall create the most competitive teams possible in the travel divisions, and create a level of competition aimed at maximum development of player skills.
- D. **Arbitration** - Shall meet to review all duly filed matters pertaining to the activities and decisions of Club Members. Shall have the power to determine and issue binding decisions.
- E. **Nominating** - Shall review and accept or reject applications from persons seeking election to the Board. Shall present a slate of candidates for election to the Board.
- F. **Grounds and Fields** - Shall make decisions on all aspects of the playing and practice fields in all locations to best serve the needs of the club. This shall also include recommendations for the purchase and contracting of field related equipment and services.
- G. **Education** – Shall review and make recommendations on all aspects of club sponsored player, coach and trainer development. On an annual basis shall make a recommendation to the board regarding the education program for the following seasonal year. The recommendation could be to maintain status quo.
- H. **Fund Raising** – Shall research and make recommendations on fund raising opportunities for the club. This will include developing opportunities for both the club and individual teams to raise funds.
- I. **Special Events** – Shall research, make recommendations and execute on both soccer related and non-soccer related events. These events could be community based, club based or involve fund raising.

Section 2. - Transient Committees

Transient committees shall be appointed as required by the President on an as needed basis.

ARTICLE IX - AMENDMENTS

The By-Laws may be amended by a two-thirds ($\frac{2}{3}$) majority vote of the Members in good standing voting at the Annual Meeting, providing that notice of the proposed amendments is provided at least fourteen (14) days prior to the Annual Meeting and that a quorum is present.