

By-Laws of the West Windsor-Plainsboro Soccer Association (WWPSA), Incorporated

Approved by the WWPSA Board of Directors on February 22, 2006 and amended on October 12, 2010.

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Article 1. PURPOSE

The purpose of the West Windsor Plainsboro Soccer Association (“WWPSA”) is to provide youth and adults with opportunities to learn about and participate in the sport of soccer by offering programs, tournaments and other activities that teach the sport of soccer, the spirit of good sportsmanship and fair play while promoting and encouraging the sport of soccer in a safe and fun environment.

To meet this purpose, WWPSA will offer participation opportunities to individuals:

- i. residing within and outside the Township of West Windsor and the Township of Plainsboro
- ii. of both genders
- iii. of all cultures, creeds, national origins and religions
- iv. of entry level to advanced level of soccer skills.

Article 2. AMENDMENTS

The Bylaws of WWPSA may be amended upon the affirmative vote of three-quarters (3/4) of the entire Board of Directors provided the proposed amendment(s) have been:

- i. submitted in writing to the Secretary and circulated to the Board of Directors at least seven (7) days prior to the vote.

- ii. presented for discussion during a regularly scheduled Board Of Directors meeting at which a quorum of the Board of Directors is present and can be officially included in the minutes of same meeting.
- iii. presented for a formal vote at a regularly scheduled Board of Directors meeting. Voting shall be conducted by a simple show of hands.

Article 3. MEMBERS

In accordance with the WWPSA constitution, WWPSA does not have members. WWPSA consists of registered players, registered volunteers and registered non-volunteers as defined below:

- i. Registered Player - any individual playing on a team sponsored by the WWPSA, or in a soccer program conducted by the WWPSA provided that such person has submitted the required information and paid dues in the amount established by the WWPSA for the current program;
- ii. Registered Volunteer - any volunteer coach, trainer, manager, official or administrator listed in WWPSA's registry during the current seasonal year; and
- iii. Registered Non-Volunteer - any professional coach, trainer, manager, official or administrator listed in WWPSA's registry during the current seasonal year.

Article 4. BOARD OF DIRECTORS

- i. In meeting its responsibilities, the Board of Directors shall limit its involvement to providing:
 - oversight
 - a broad framework within which WWPSA's programs must function
 - broad-level management of the functions, resources and interests that are common across the programs
 - empowerment to its Directors, Committees and other volunteers to manage and administer the operational aspects of the WWPSA.
- ii. The Board of Directors consists of at least eight (8) and no more than seventeen (17) members. The following is a list of the duties associated with each role that must be filled by a Director.
 - **President (also referred to as "Chairman")**
 - a. Shall be the chief executive officer and preside over and conduct all meetings of the and of the Board of Directors, having only one (1) vote in each body, to be used only in the event of a tied vote.
 - b. Prepare the Agenda for all meetings of the Board of Directors, Executive Committee, the Annual General Meeting and any Special General Meetings.
 - c. Delegate authority, assign specific functions, create special committees, and

take similar action in consultation with the Executive Committee and / or Board of Directors.

- d. Prepare a WWPSA Annual Report and present it at the Annual General Meeting.
- e. The agent of the WWPSA upon who process against the WWPSA may be served.
- f. Provide oversight to General Counsel who will be:
 - the legal officer of WWPSA.
 - the legal advisor to the WWPSA Board of Directors.

▪ **Secretary**

- a. Recording Director of the WWPSA and custodian of all its non-financial records.
- b. Maintain accurate and detailed records of Executive Committee and Board of Directors meetings and distribute the minutes to all members of the Board of Directors and post them on the club website within ten (10) days following the meetings.
- c. Prepare and make available to all members of the Board of Directors an up-to-date Directory of names, mailing addresses, telephone numbers and e-mail addresses of the Board of Directors members, Committee Chairperson(s) and affiliated program Directors.
- d. Corresponding Director of the WWPSA, causing proper notice to issue of all meetings of the general membership and of the Board of Directors.
- e. Forward an electronic copy of the WWPSA constitution and by-laws to each Board of Director member each year.

▪ **Treasurer (also known as “Director of Finance”)**

- a. Financial Director of the WWPSA and custodian of all its financial records.
- b. Oversee the financial receipts of the WWPSA under the direction of the Board of Directors and ensure that funds collected are deposited in the name of WWPSA and shall oversee disbursements for those purposes authorized by the Board of Directors.
- c. Oversee the investments of WWPSA funds as approved by the Board of Directors.
- d. Pay all accounts due by check.
- e. All checks in excess of \$5,000 shall bear two (2) authorized signatures one of which shall be the Director of Finance.
- f. Oversee that proper books of account are kept at the WWPSA and to ensure that they are available for review by the Board of Directors and to render to the Board of Directors a report of all activities.
- g. Oversee that proper books of account are kept by the WWPSA’s program(s), tournament(s), event(s) and other activities and to ensure that they are available for review by the Director of Finance upon request.
- h. Submit, as soon as practicable after the end of the fiscal year, to the Board of Directors a set of financial statements for WWPSA which includes a balance

sheet, statement of operations and statement of cash flows for the preceding fiscal year.

- i. Arrange for an annual audit of the financial statements of the WWPSA by an independent auditor and provide any working papers or other documents to support the financial statements and any assertions or estimates contained therein.
- j. File with the New Jersey Department of Consumer Affairs an annual report consistent with New Jersey law.
- k. File the annual Federal Form 990 tax return with the IRS.
- l. Serve as the chairperson of any Finance/Budget Committee(s).
- m. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.

▪ **Director of Facilities**

- a. Oversee the organization, related funding and management of activities related to the acquisition, disposal, supply, capital projects, set-up and maintenance of playing fields and related facilities for WWPSA's programs, tournaments, events and other activities.
- b. Oversee the organization and management of activities related to the scheduling of playing fields and related facilities for WWPSA's programs, tournaments, events and other activities.
- c. Represent the WWPSA at meetings with 3rd parties with whom WWPSA forms agreements for use of facilities
- d. Chairperson of any Facilities Committee(s).
- e. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.

▪ **Director of Youth Recreational Soccer Programs**

- a. The representative on the Board of Directors for the Youth Recreational Program.
- b. Represent WWPSA within the programs and convey the views, issues, suggestions and other communications of the Board of Directors and/or the Executive Committee.
- c. Coordinate, organize, direct and maintain the activities of the Youth Recreational Program.
- d. Preside over and serve as the Chairperson of all meetings of the Youth Recreation Program.
- e. Have the authority to create sub-committees of the Youth Recreation Program, as necessary, to achieve the goals and purposes of the Youth Recreation Program.
- f. Perform other duties as may be delegated by the Board of Directors.
- g. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.

▪ **Director of Youth Travel Soccer Programs**

- a. The representative on the Board of Directors for the Youth Travel Program.
- b. Represent WWPSA within the program and convey the views, issues, suggestions and other communications of the Board of Directors and/or the Executive Committee.
- c. Coordinate, organize, direct and maintain the activities of the Youth Travel Program.
- d. Preside over and serve as the Chairperson of all meetings of the Youth Travel Program.
- e. Have the authority to create sub-committees of the Youth Travel Program, as Necessary, to achieve the goals and purposes of the travel program.
- f. Perform other duties as may be delegated by the Board of Directors.
- g. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.

- **Director of Adult Soccer Programs**

- a. The representative on the Board of Directors for the Adult Soccer Programs.
- b. Represent WWPSA within the program and convey the views, issues, suggestions and other communications of the Board of Directors.
- c. Responsible for coordinate, organize, direct and maintain the activities of the Adult Soccer Programs.
- d. Preside over and serve as the Chairperson of all meetings of the Adult Soccer Program.
- e. Have the authority to create sub-committees of the Adult Soccer Programs, as necessary, to achieve its goals and purposes.
- f. Perform other duties as may be delegated by the Board of Directors.
- g. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.

- **Director of Technology**

- a. Maintain access to all electronic systems utilized by WWPSA, including:
 - i. Website
 - ii. Online registration
 - iii. League Scheduling
 - iv. Tournament application / scheduling
 - v. Text messaging services
 - vi. Telephone / fax services
 - vii. Surveys
 - viii. E-mail services, etc.
- b. Responsible for training new personnel in this technology, as appropriate
- c. Maintain user manuals for their use as adapted to WWPSA policies and procedures
- d. Staying abreast of and evaluating new technology and presenting options to the Board
- e. Serving as point person for support when dealing with technology vendors

- f. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.
 - g. Produce records and reports to the Board or other authorized personnel in a timely manner, as requested.
- **Registrar**
 - a. Manage all registrations for WWPSA programs
 - b. Set up new programs, including fees, start / stop dates, discounts, Volunteer Bond applicability, etc.
 - c. Oversee program-specific registration coordinators, i.e. Travel Registrar, Rec Registrar, etc., to respond to e-mails regarding participant registrations.
 - d. Ensure that players / coaches / trainers are properly assigned to teams (may enlist help of designees, e.g., League Managers, Travel Registrar, etc.) and that other volunteers for these positions not assigned to teams are reflected as "Inactive"
 - e. Produce reports for KidSafe coordinators with list of Active coaches who are subject to background checks
 - f. Manage program Divisions, Teams, Team Assignors, etc., for each applicable program
 - g. Periodically provide reports to Finance with lists of players whose payments have not been received.
 - **Director of Soccer Development**
 - a. Oversee and facilitate the development of WWPSA's players and volunteer coaches.
 - b. Plan and provide oversight of general clinics and programs intended to improve the level of play, skill and knowledge of WWPSA's players and coaches.
 - c. Upon request, facilitate and support the separate initiatives of WWPSA's programs, events and tournaments related to the development of WWPSA's players and coaches.
 - d. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.
 - **Director of Youth Protection & Sportsmanship**
 - a. Oversee and manage the WWPSA's Protection of Youth Players Policies.
 - b. Ensure WWPSA's compliance with NJYS KidSafe program and serve as WWPSA's Risk Management Coordinator to NJYS.
 - c. Oversee the collection of the necessary paperwork and the coordination of background checks of volunteer and non-volunteer head coaches, assistant coaches, team managers, league managers and others within WWPSA, as determined by the Board of Directors.
 - d. Submit a monthly report to the Executive Committee detailing compliance status and related issues, if any.

- e. Submit a summary of activities to the Chairman for inclusion in the Annual Report presented at the Annual General Meeting.
 - f. Plan, organize and manage annual activities that promote the values of good sportsmanship by the players, coaches, trainers, managers and parents associated with WWPSA's programs, tournaments, events and other activities.
 - g. Maintain records of all background checks submitted to and received from the background check service provider, and ensure that any online tracking systems are regularly updated with this information
 - h. Manage the background check renewal process for volunteers including the provision of a minimum of sixty (60) day notification prior to expiration.
- iii. Any outgoing member(s) of the Board of Directors is expected to effectively turn over any documents or equipment in their possession to their replacement or to such other person the Board of Directors may name.

Article 5. DISCIPLINE AND GRIEVANCE COMMITTEE

Further to the requirements of the WWPSA Constitution, the Discipline and Grievance Committee shall:

- i. be comprised of no fewer than five (5) and no more than nine (9) members, two (2) of who will be members of the Board of Directors.
- ii. provide decisions by majority vote of those present and participating.
- iii. have in place a written policy for the management of complaints or grievances. The policy will consider the appropriateness of the complaint being referred to the program area Director / Manger or the Board of Directors for resolution prior to being considered by the Discipline and Grievance Committee.
- iv. ensure that in the event a member of the Discipline and Grievance Committee has a personal connection or conflict of interest to a grievance filed with the Discipline and Grievance Committee, that member must immediately recuse themselves from any and all discussions regarding that grievance, including:
 - Physically leaving the meeting during which the committee member's independence was determined to be impaired due to a potential conflict of interest.
 - Not participating in any future meetings, discussions, e-mails, conclusions or other documentation regarding the aforementioned grievance.
- v. ensure that only members of the Discipline and Grievance Committee and parties specifically named or involved in the aforementioned grievance are permitted to attend or participate in Grievance Committee meetings.
- vi. ensure that all grievances filed with the Discipline and Grievance Committee are heard independently of other filed grievances.

- vii. Ensure that all complainants receive clear, updated communication from the Discipline and Grievance Committee regarding the status of their complaint including:
- acknowledgement of receipt of their complaint;
 - description of the Grievance Process, including estimated duration, timing and next steps;
 - written documentation describing the Discipline and Grievance Committee's conclusions regarding the complaint.

Article 6. POLICIES

In addition to the Policies outlined within other Articles separate from this document, the WWPSA will adopt, maintain and published the following policies:

- i. Protection of Youth Policy that will:
- meet or exceed the requirements of the NJYS KidSafe Policy
 - be maintained by the Director of Youth Protection and Sportsmanship
- ii. Sportsmanship Policy that will:
- promote sportsmanship and communicate inappropriate behavior
 - be maintained by the Director Youth Protection and Sportsmanship
- iii. Risk Management Policy that will:
- address mandatory indemnification of WWPSA Directors
 - address comprehensive insurance for all WWPSA sanctioned programs, tournaments, events and other activities that are within and outside the definition of NJYS sanctioned events. The program will be multi-faceted in that the insurance policies protect the general public, participants, teams and club officials
 - be maintained by the Director of Administration.
- iv. Grievance Policy that will:
- outline the procedure for managing complaints or grievances
 - be maintained by the Discipline and Grievance Committee Chairperson.
- v. Financial Policy that will:
- outline the requirements for annual budgets, contracts with Directors, expenditures, accounts, annual reporting, code of ethics and audits.

- be maintained by the Director of Finance.

Article 7. FEES

The Director responsible for each program shall determine the fees to be charged to all registered players who choose to participate in each corresponding program. The WWPSA may determine to charge additional fees for registered players who participate in more than one program offered by the WWPSA. Except as provided herein, no registered player shall be permitted to participate in any program offered by the WWPSA without pre-payment of the membership fee. The WWPSA may waive, reduce or defer any portion of such fees where financial circumstances so dictate. Player registration fees shall be collected for the period over which each program spans.

Article 8. PROGRAMS

Provided that there shall be enough support and participation by the Player and Volunteer Membership, the WWPSA shall maintain and offer three (3) soccer programs during each calendar year. These Programs shall be known as the Youth Recreational Program, the Youth Travel Program and the Adult Program. The purposes and functions of these programs shall be as set forth in these Bylaws. It shall be the responsibility of the Board of Directors to administer these programs in a fair and equitable manner. The WWPSA may not promote or provide any non-soccer related activities.

i. Youth Recreational Soccer Program

The Youth Recreational Program will be managed by a standing committee known as the "Youth Recreational Committee". This Committee will:

- a. be Chaired by the Director of Youth Recreational Soccer;
- b. have a membership that includes each of the Recreational League Managers and the Referee Coordinator;
- c. permit each committee member to cast a single vote on matters pertaining to the program;
- d. dictate that, on voting matters a simple majority of those in attendance is required; the program Director shall vote only to break ties;
- e. provide all committee members with a minimum of three (3) days notice prior to any meeting;
- f. set a quorum at five (5) committee members;
- g. establish policies and procedures and publish the official version on the club web site;
- h. manage the program to serve the needs of the participating soccer players by:

- Creating a policy and process for the annual formation of teams that will be updated and posted on the club web site each season prior to team formation. The process should be open, fair, transparent and without bias. There will be no tryouts for reasons other than to establish a player's skill level to aid in balanced team formation. The goal of the team formation process shall be to provide all teams in each league an equal mix of skilled players and thus an opportunity to compete fairly and on an even basis with other teams in the league.
- Attracting, educating, motivating, challenging, and developing players through the creation of an environment that promotes fun, values, teamwork and good sportsmanship.
- identifying players who may be interested in participating in the higher level of competitive soccer offered within the Youth Travel Program.
- Limit practices and games to in-town locations.
- Ensuring all players play at least half of each game.
- Soliciting volunteer coaches and not permitting professional coaches for individual teams.
- Providing playing opportunities to youth up to age eighteen (18).

i. Youth Travel Soccer Program

The Youth Travel Program will be managed by a standing committee known as the "Youth Travel Committee". This Committee will:

- a. be Chaired by the Director of Youth Travel Soccer;
- b. have an Executive Committee that will manage and administer the day-to-day operations of the program;
- c. have a membership that includes the head coach of every travel team;
- d. permit each committee member to cast a single vote on matters pertaining to the program;
- e. provide all committee members with a minimum of three (3) days notice prior to any meeting;
- f. set a quorum of seven (7) committee members including a minimum of three (3) Executive Committee members;
- g. on voting matters a simple majority of those in attendance is required; the program Director shall vote only to break ties;
- h. establish policies and procedures and publish the official version on the club web site;
- i. manage the program to serve the needs of soccer players wishing to participate in a more competitive environment by:
 - annually conducting advertised tryouts for all returning and new teams. All tryouts must be open, fair, transparent and without bias, the goal being to

form teams based on age and gender with players who have similar skills, athleticism, ability, determination and commitment for the expected competitive level of the team. The current tryout policy and procedures will be posted on the club web site each year prior to tryouts.

- providing players with an appropriate level of competition and training to keep players developing and interested in the game of soccer.
- focusing on attracting players who possess above-average skill and athleticism so that time is spent honing technical skills and learning tactical play in a competitive practice and game atmosphere.
- providing advanced year-round instruction utilizing professional trainers.
- providing playing opportunities to youth up to age eighteen (18).
- forming teams to represent WWPSA in competitive soccer leagues at the premier and club levels within New Jersey.
- providing teams with the opportunity to represent WWPSA in tournaments throughout the Eastern United States.
- organizing an annual tournament.

iii. Adult Soccer Program

The goal of the Adult Soccer Program shall be to provide individuals aged nineteen (19) and older the opportunity to play organized soccer. The program will offer a non-competitive league and a competitive team.

- a. The program will be managed by a Manager – Adult Program who will be part of the Youth Recreational Program Committee.
- b. The Program Director will be responsible for designating two (2) assistants to aid in organizing the Program.

Article 9. RULES OF PLAY

The Rules of Play of the WWPSA shall be the “Laws of the Game” as published by Fédération Internationale de Football Association (FIFA) and the United States Soccer Federation (USSF), and as modified for youth play by the USYSA. All contests conducted, sanctioned or approved by the WWPSA shall abide by the Rules of Play. Programs, Events and Tournaments may be permitted to use special modifications to the Rules of Play to accommodate individual needs and circumstances. Any such modification must be formally adopted by the responsible committee organizing the program, event or tournament and posted on the WWPSA website.

Article 10. COMMITTEES

WWPSA shall have certain standing and ad-hoc committees. The standing committees include: Youth Recreation; Youth Travel; Discipline and Grievance; Finance / Budget; and Facilities.

Each standing and ad-hoc committee shall:

- be chaired by or report to a member of the Board of Directors.
- have the right to establish subcommittees to carry out a portion of the duties of the standing committee.
- have committee members who are appointed by the chairperson.
- have only Voting Members of the WWPSA as committee members.
- be created by a member of the Board of Directors who will advise the Board in a timely manner of the committee's creation, how it will operate, its responsibilities and the expected deliverables.

Any exceptions must be approved in advance by a majority vote of the Board of Directors.

Article 11. AUDITS

As required the Board of Directors will select a Certified Public Account to conduct an audit of the financial records of the organization.