

BYLAWS
OF
BRANFORD SOCCER CLUB, INC.

ARTICLE I – NAME

The name of the corporation is the Branford Soccer Club, Inc. (hereinafter, the “Club”).

ARTICLE II – OFFICES

The principal office of the Club shall be located in the Town of Branford, Connecticut. The Board of Directors may change the location of the principal office of the Club as the business of the Club may require.

ARTICLE III – Purposes, Mission and Affiliation

3.1 Purposes. This Club is a volunteer non-profit organization created for and committed to promoting youth and adult soccer in the Town of Branford, Connecticut. The Club is a public benefit corporation organized and shall be operated exclusively as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code (the “Code”) and as a publicly supported organization as defined in Section 509(a)(2) of the Code. The Club’s purposes shall include but not be limited to the provision of services that (i) provide a quality educational experience that will help soccer players of all ages reach their maximum potential as soccer athletes in an environment that advances the highest standards of conduct and professionalism, (ii) promote opportunities for the youth of the Town of Branford to learn, develop their skills, and play competitive soccer, and (iii) foster the growth of soccer in the community by providing outreach opportunities for players, coaches, and fans.

3.2 Mission. This Club is committed to creating a positive, meaningful soccer experience for players, referees, coaches, and fans of soccer with emphasis on fun, good sportsmanship, physical fitness, respectful attitudes, and team play. The Club promotes soccer excellence in Branford through a competitive, safe, enthusiastic soccer environment. The goals and objectives of the Club include, but are not limited to, the following:

(a) Goals:

- To bring together the young people of the Branford community in a setting where they can see the benefits of working together toward shared goals;
- To provide a quality soccer experience to Branford’s amateur players, referees, coaches, and fans;
- To generate enthusiasm for soccer in Branford;
- To create a seamless link between youth and adult soccer; and
- To use soccer as a mechanism to promote healthy community ties.

(b) Objectives:

- to introduce soccer to any boy or girl in Branford who wishes to play, and to provide the opportunity for all players to play at the level at which they are suited.
- To create a sustainable USASA amateur league in Branford;
- To develop a player pool from youth, college, and recreational programs from which to draw amateur players;
- To involve adult soccer players in youth soccer development;
- To garner continuous support from local businesses, schools, community groups, and families;
- To achieve Branford representation in regional and national tournament play;
- To provide scholarship assistance from a scholarship fund to needy youth in order to overcome financial barriers to participation in training opportunities for soccer athletes; and
- To provide opportunities for Select Team play and the Olympic Development Programs at all levels.

3.3 Affiliation. This corporation is registered under the U.S. Youth Soccer Association (USYSA) and is a member of the South Central District of the Connecticut Junior Soccer Association (CJSA).

ARTICLE IV - MEMBERSHIP

The membership of the Club shall be open to the following individuals (hereinafter, the "Members"):

- (a) All parents and/or guardians whose children are under the age of eighteen (18) and are registered with the Club;
- (b) All coaches, managers, and referees who assist the club in its activities;
- (c) All players of the Club who are eighteen (18) years; or,
- (d) Any adult Branford resident who registers with the Club.

ARTICLE V – ORGANIZATIONAL STRUCTURE

The affairs of the Club shall be managed by its Board of Directors, which is the Club's primary governing body. It shall have, among other powers, the authority to establish rules and regulations for the Club, and to ensure the smooth operation of the Club.

The Board of Directors shall consist of the following:

- Five elected Directors, who are the Club's Officers, which include the President, Vice-President, Secretary, Treasurer, and Registrar;
- Three elected "At-Large" Directors who serve as Coordinators as further defined in Article XIV (the "At-large Directors");
- (If applicable) The Immediate Past President, who will serve as a Board member for a period of one year (1 year) following his term as President.
- Additional Directors may be appointed by the Board of Directors to serve as Coordinators as further defined in Article XIV.

ARTICLE VI - ELECTION OF DIRECTORS, OFFICERS:

Members of the Board of Directors who hold elective offices shall be elected for one-year terms at the Annual Meeting by the vote of the majority of the Members present. All Members of the Club who have held membership for at least sixty days and who remain in good standing are eligible to vote.

ARTICLE VII - VOTING RIGHTS OF THE DIRECTORS AND OFFICERS:

All Board members, whether elected or appointed, shall have voting rights with each person having one vote. Said voting may not be done by proxy.

ARTICLE VIII - MANAGEMENT OF BUSINESS:

In order for the Board of Directors to be properly authorized to act at a meeting, there must be a quorum present and voting, which consists of at least three of the five Club Officers. The meetings shall be conducted in accordance with Robert's Rules of Order. When approved at a regular or special meeting, votes also may be cast, and decisions made, using electronic means (such as e-mail), as provided in Article X.

In the event any member of the Board misses a total of five meetings per year or three consecutive meetings, said member may be asked by the Officers to resign from the Board.

Vacancies on the Board shall be filled for the balance of the term by a vote of the majority of the remaining Board members.

Rules, regulations and the daily operation of the Club may be passed by the vote of the majority of Directors, Coordinators, and Officers present at the meeting, or participating in the electronic voting, provided that there is a quorum (at least three of the five Club Officers present).

Additions, modifications, or deletions to the Bylaws can only be made with the approval, by vote, of two-thirds of the entire Board of Directors. The Bylaws may only be changed at the Annual Meeting prior to the election of the new Board of Directors.

To impeach or expel any Member of the Club or any member of the Board of Directors, three quarters of the entire Board of Directors must vote in support of said action. Such action shall only be taken after a referral of the matter to the Board of Directors by the Disciplinary Committee defined in Article XV below.

ARTICLE IX - ANNUAL MEETING

The Board of Directors shall hold a regular Annual Meeting in November of each Year. Notice may be in person, by mail, or by telephone. In addition, notice of the date, time, place and general purpose of the meeting shall be placed in the Branford Review (or succeeding local newspaper, if the Branford Review ceases publication) at least fourteen (14) days prior to the meeting. The Club Secretary shall be in charge of placing the announcement.

At the Annual Meeting, reports of the affairs of the Club shall be given to the Board and such other business shall be transacted as may be properly be before the Board, including, but not limited to, the election of Officers and the appointment of two members and one alternate to the Disciplinary Committee.

All elected and appointed Officers and Directors shall assume their position on January first of the year following their election at the Annual Meeting.

ARTICLE X - MONTHLY MEETING

The Board of Directors should hold a monthly meeting at a date, time and location to be determined no later than the prior month's meeting. Notice of the date, time and location of the meeting should be disseminated via the Club's website and email correspondence list. No further notice of said meetings is required. Voting by electronic means may occur between monthly meetings, but only on matters discussed at the prior meeting and on which it was unanimously agreed that there would be such a deferred vote.

ARTICLE XI - SPECIAL MEETINGS

Special meetings may be called by the President or any two members of the Board of Directors by giving notice of the purpose, time and place of the meeting at least five days prior to the meeting. Notice may be in person, by telephone or by written or electronic notice to each member of the Board of Directors at his/her last known address. Only business specified in the notice may be discussed, and there must be at least four Officers present for any action to be taken at any special meeting.

ARTICLE XII - RECORDS OF THE CLUB

The Club Treasurer shall maintain the Club books, the Club Secretary shall maintain its records and bylaws, and the same shall be available for inspection by any Director, Officer, or Member.

ARTICLE XIII - OFFICERS

The Officers of the Club shall transact the day-to-day business of the Club. Their functions are as follows:

13.1. The President shall:

- A. Preside at all meetings;
- B. Appoint all committees that are not required to be elected;
- C. Cast the deciding vote in the event of a tie vote at any meeting (this may mean that a president, in effect, votes twice);
- D. Serve as an ex-officio on all committees, or designate someone to so serve;
- E. With the advice and assistance of the Treasurer, prepare the annual budget for the approval of the Board of Directors.
- F. Appoint an Assistant to the Secretary, Treasurer, or Registrar in order to help them carry out their duties, if necessary.

13.2. The Vice-President shall:

- A. Succeed to the powers of the President in his/her absence, and as such should be prepared to assist the President in all areas;
- B. Represent the President at all official functions when the President is unable to attend;
- C. Preside over the meetings in the President's absence, and have all the powers of the President at such meetings.

13.3. The Secretary shall:

- A. Attend to the correspondence of the Club;
- B. Keep a record of the minutes of the meetings;
- C. Distribute minutes to all members of the Board;
- D. Keep a record of the attendance of all persons at Club meetings.
- E. Be responsible for procuring the Certificate of Insurance for the Club.

13.4. The Treasurer shall:

- A. Have charge of all monies of the Club and shall keep a detailed account of the income and expenditures of the Club;
- B. Report the financial condition of the Club at each regular meeting, including new income, expenses, and current balance of the Club accounts;
- C. Sign, with the approval of the President, all checks of the Club;
- D. Record all business and transactions of the Club;
- E. Make available, upon request, the books of the Club as required in Article XII, above.
- F. The Treasurer's books and procedures (may/shall) be audited or reviewed annually by an auditor selected by the Board of Directors.

13.5. The Registrar shall:

- A. Ensure that all players are registered with the Connecticut Junior Soccer Association and comply with all District rules;
- B. Be responsible for triennial player registration sessions, as well as the recording and storage of all pertinent statistics of the registered players, as required by the Connecticut Junior Soccer Association;
- C. Maintain up to date computer records of the Club membership data and produce, upon request, said data to the President, including total Club and team rosters;
- E. Maintain birth certificate files of all players and produce player passes in a timely fashion as needed for participation in out-of-town play;
- F. Register any adult Branford resident who wishes to become a member of the Branford Soccer Club.

13.6 The Immediate Past-President shall:

- A. Facilitate the successful transition of his or her successor, offering guidance to the new President and Board during the first year in office.
- B. Serve in any capacity the Past President and Board of Directors deem fit.

ARTICLE XIV - COORDINATORS

The three At-Large Directors will serve as Coordinators. In addition, the Board shall appoint, from time-to-time, additional Coordinators as necessary. Coordinators are responsible for administering, under the oversight of the Board, particular activities of the Club. Examples of Coordinator positions may include Referees, Fields, Coaching, Travel Teams, or particular age or gender divisions (such as Little Kicks, Micros, Junior Girls, Junior Boys); Uniforms, Equipment or Volunteer Coordinator are additional examples. These Coordinator positions may be revised, expanded, or re-defined by a simple majority vote of the Board of Directors (with a quorum) as it sees fit. Said appointed Coordinators shall serve at the pleasure of the full Board of Directors but, while in office, shall participate as voting members of said Board unless otherwise provided at the time of their appointment.

XV- DISCIPLINARY COMMITTEE:

The Disciplinary Committee shall have the power to enforce all rules of the game, to settle disputes and to hear protests or appeals regarding Club play.

The Committee is designed to gather all information, hear evidence and, if the Committee finds the issue to be serious, to refer to the Board of Directors issues regarding the discipline of players, coaches, parents and referees, or members of the Board of Directors, relating to any and all activities of the Club. This shall include, but not be limited to, game rule violations, unsportsmanlike behavior by coaches or players, as well as non-competition situations.

The Committee shall consist of five (5) members, two appointed by the Board of Directors at the annual meeting. The remaining three positions shall be held by the President, Vice President, and the Referee Coordinator. An alternate shall also be appointed by the Board of Directors.

In order for a person to initiate a matter, s/he must submit a written complaint to any member of the Disciplinary Committee. The contacted member shall then convene the Committee within thirty days to review the initial complaint. The complainant and respondent shall be notified of the meeting time and place, and be invited to attend.

The committee may investigate the situation independently of the primary persons to said complaint.

The Committee has the power to dismiss the complaint, to issue a reprimand, or to refer the matter to the Board for more serious sanctions. The Disciplinary Committee's decision to dismiss or to reprimand shall be binding and there shall be no further review.

ARTICLE XVI - GIRLS AND BOYS PROGRAM

It is the design and intent of the Club to strive for equality between the girls' and boys' soccer programs. This goal shall govern the Club in the allocation of resources and personnel.

These By-Laws were approved by the Branford Soccer Club Board of Directors, November 29, 2007.