

# By-Laws

June 12, 2012

## WAYLAND YOUTH SOCCER

Wayland Youth Soccer (WAYS) is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of WAYS shall inure to the benefit of, or be distributable to its members, trustees officers, or other private persons, except that WAYS shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of WAYS shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, WAYS shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state, or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of Middlesex County in which the principal office of WAYS is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## BY-LAWS OF WAYLAND YOUTH SOCCER

### **ARTICLE I - Name and Offices**

This organization shall be known as Wayland Youth Soccer (hereinafter referred to as WAYS). WAYS is organized as a sports program operating within the Town of Wayland, Massachusetts, and is affiliated with the Massachusetts Youth Soccer Association (MYSA).

The offices of WAYS shall be located in Wayland, Middlesex County, Massachusetts. All correspondence with the organization may be sent to: WAYS, P.O. Box 164, Wayland, MA 01778, unless otherwise changed by the Board of Directors (herein after referred to as the Board).

## **ARTICLE II - Objective and Philosophy**

The objective of WAYS shall be to provide the youth of Wayland, Massachusetts opportunity and training in the sport of soccer and to learn the game of soccer through the development of skills, fitness, teamwork, and fair play.

To adhere to the above objective, WAYS will have two seasons: fall and spring.

In the fall and spring inter-town program, WAYS will take reasonable steps to form teams consisting of players at the same age level (as required by BAYS, or any league with which WAYS affiliates) and entering them into league play commensurate with their skills and experience. If it is not feasible to form teams with players born in the same year, teams will be formed commensurate with the rules and regulations of the league in which the team (s) is (are) entered.

Other seasons or leagues may be formed by WAYS so long as they conform to these By-Laws.

The underlying philosophy of WAYS is to provide an atmosphere conducive for the development of soccer tactics and skills by the participating players, officials, and coaches. In this spirit, all teams, players, officials, and coaches shall conduct themselves in a sportsmanlike manner, and shall cooperate fully with the letter and spirit of the rules of soccer and these By-Laws.

## **Article III - Guidelines**

The purpose of this article is to provide a BAYS team selection process which is understandable to those not directly involved, and to provide each player with the most appropriate setting for their enjoyment of the game. The team selection process shall include, but not be limited to, the following:

- Current season assessments
- Past season assessments
- A meeting or conference will be held for each age level that will include at least one coach, when possible, from each team at that age level.
- A Board member is to act as mediator with the coaches and report the selection results to the Intramural Commissioner and/or BAYS Boys or Girls Commissioners as well as the Registrar.

**For the Spring and Fall Season: *INTRAMURAL PROGRAM***

- Program is offered for boys and girls in kindergarten through grade 3 (Grade 3 in Fall only, then BAYS in Spring).
- Principles of small-sided play will be followed to best offer all considerable playing experience.
- Roster will generally be limited to 10 players per team to maximize playing time.
- Talent will spread amongst teams to achieve parity of team strength.
- For the purpose of meeting this balance, player redistribution will be done where necessary.
- Emphasis of this program is on learning, sportsmanship and participation.
- Standings will not be kept.
- This program will be offered in a block of time on Saturdays.
- The time is split equally between practice and play.

**For the Spring and Fall Season: *INTER-TOWN PROGRAM***

- Program offers competitive team play for age levels U-10 and above.
- Roster sizes: rosters will generally be limited to 10 players for 6v6, 13 players for 8v8, and 16 players for 11v11 for teams in Division 1 & 2. For 11v11 teams in lower divisions, roster size will generally not be more than 18 per team.
- Players are generally placed on teams according to their skill level. WAYS uses player evaluations and tryouts when necessary to assess the skill level of players.
- Players registered by Registration deadline are given first consideration for placement of a team appropriate to their skill level.
- Players not registered by the Registration deadline will generally be placed on a team appropriate to their skill level if space is available; and, on first come first served basis.
- If not enough players are registered to form a team, and /or if no parent or adult volunteers to coach that team and no other coaching option is identified, registration fees will be returned, or the parents will be approached with the prospect of paying for a hired coach. This is not a typical occurrence, but is an option in lieu of abandoning the team.

- When there are not enough registrants by the Registration deadline to establish a team with an adequate number of players, the Registration deadline may be extended as deemed appropriate by the Board. Additional registrants will be placed on the team in accordance with when they registered and subject to space availability.
- Emphasis within this program is still placed on sportsmanship, participation, and learning.
- The WAYS Board reserves the right to assign coaches. Coaches holding a coaching license may be given first consideration to coach ahead of coaches without a license.
- Wayland residents and/or students in Wayland Public Schools registered by the Registration deadline, or its extension, will in no case be displaced by an out-of-town registrant.

#### **ARTICLE IV - Membership**

A qualified member is any individual appointed by WAYS, since the previous Annual General Meeting, to one of the following responsibilities for any season entered into by WAYS:

- Coach
- Assistant Coach
- Manager

A member of the Board is also considered to be a qualified member. No proxy voting shall be allowed and only one vote per team is allowed.

Each member of the Board who does not represent a team and does not have coordination responsibilities shall also have one vote at General Meetings.

Membership shall be open to any and all Wayland residents involved in the development and promotion of youth soccer.

The right of any person to vote at any duly called General Meeting, when disputed or questioned by three (3) members, shall be examined and determined by the Board. Said determination shall take precedence over the transaction of any other business. If the Board determines that the questioned individual does not meet the membership qualification contained above, then said individual shall not be allowed to vote. The Board decision, in this instance, shall be governed by majority vote of the Board

members present at a duly constituted Board meeting. Any such decision denying the right to vote to someone shall have prospective effect only, and shall not invalidate any vote already taken in which the disputed member took part. At all General Meetings, each qualified member shall be entitled to one vote.

#### **ARTICLE V - Government**

The management of the affairs of WAYS shall be vested in the Board and shall consist of the following:

- President
- Vice-President
- BAYS Representative
- Secretary
- Treasurer
- Director of Player/Coach Development
  - Camp/Clinic Coordinator
- Intramural Program Commissioner
- Website Coordinator (Webmaster)
- Communications/PR Coordinator
- BAYS Girls Commissioner
- BAYS Boys Commissioner
- Equipment Manager
- Director of Referees
- Registrar
- Field Coordinator/Scheduler
- Directors - not less than four
  - Kindergarten Director
  - 1<sup>st</sup> Grade Director

- 2<sup>nd</sup> Grade Director
- 3<sup>rd</sup> Grade Director (Fall Season only)
- Volunteer Director
- Merchandise Director
  
- Immediate Past President

The President, Vice-President, BAYS Representative, Secretary, Treasurer, Director of Player/Coaching Development, Intramural Program Commissioner, BAYS Girls Commissioner, BAYS Boys Commissioner, Equipment Manager, Director of Referees, Camp/Clinic Coordinator, Website Coordinator, Communications/PR Coordinator, and remaining Directors shall be elected at the Annual General Meeting. They are elected for a term of one year and are eligible for re-election. If a vacancy occurs among the offices, the president has the right to appoint a replacement for the remainder of the term.

The number of Directors on the WAYS Board, for any given year, shall not exceed eight. If the number of Directors should become less than four, the President shall have the right to appoint sufficient additional Directors to achieve the required minimum.

The Officers and Directors shall assume their offices and duties on first meeting after the date of their appointment, and shall remain in office until June 30 of the following year, or until replaced.

The immediate Past President shall have full voting rights, and will serve in an advisory capacity to the current President and Vice President on policies and procedures

#### **ARTICLE VI - Officers, Duties and Powers**

The **President** shall be the Chief Executive Officer of the corporation and shall execute all policies and regulations established by the Board. In this capacity the President shall:

1. Preside at all General Meetings and at Board meetings;
2. Have co-signatory power with the Treasurer on checks;
3. Have final authority in all instances of interpretation of all WAYS policies and regulations;
4. Establish, from time to time, committees as he/she deems appropriate, fixing the number of members and their duties and responsibilities;
5. Be an ex-officio member of all standing committees; and
6. In instances where disciplinary measures appear appropriate or are recommended, and where no standing committee has jurisdiction, he/she shall bring the incident to the Board for resolution.

The **Vice-President** shall succeed to the office and powers of the President if the President is absent, or for the remainder of the Presidency if the office is vacated for any reason. In all other instances, the Vice-President shall assist the President in the performance of the duties assigned to the office of the President.

The **BAYS Representative** shall be the BAYS contact for both fall and spring BAYS programs. He/she shall be responsible for securing all necessary BAYS registration material, registering WAYS teams in BAYS programs, and conducting all communications with BAYS regarding team rosters and schedules. He/she shall also submit an end-of-season report providing pertinent performance information and recommendations for the following year.

The **Treasurer** shall be the Chief Financial Officer of the organization and shall perform such duties as may be assigned by the President or the Board. The Treasurer shall keep proper financial records of all receipts and disbursements, and shall (along with the President) have signatory power for all checks or drafts for expenditures. In this capacity he/she shall:

1. Prepare and submit a current financial report for all meetings of the Board and General Meetings;
2. Collect and disburse funds as operational necessity dictates.
3. Maintain the organization bank accounts; and
4. Turn over all financial records of every type to an incoming Treasurer and cooperate with an audit conducted by a financial audit committee.

The Board may require the Treasurer to furnish a bond to guarantee the performance of his/her duties in such amounts and with such offices as they deem proper.

The **Secretary** shall be the Chief Recording Officer. In this capacity he/she shall:

1. Maintain general membership listings, appropriate files, mailing lists, and organization records;
2. Send required notices to members, Directors and Officers;
3. Keep accurate minutes of all meetings of the general membership and the Board;
4. Organize registration and certification of players; and
5. Turn over all organization records of every type to an incoming Secretary.

The **Director of Coaching Development** shall be the Chief Coordinator of coaching development for the spring and fall programs. In this capacity he/she shall:

1. Oversee the development of Wayland Youth Soccer coaches;
2. Enhance the technical, tactical and team management knowledge of WAYS coaches through clinics and other materials;
3. Assist in the placement of coaches; and
4. Present a yearly evaluation of coaching needs to the Board of Directors.
5. Review and Advise on coaching resources for participants and advise communications team of distributable information.

The **Camp/Clinic Coordinator** shall coordinate and organize camp and clinic activity with outside vendors.

1. Work closely with registrar, Intramural Commissioner, and Director of Player and Coach Development to deliver programs to Wayland Youth Soccer players and coaches;
2. Present to Board once a year available camp vendors;
3. Coordinate with Field Scheduler and Webmaster to facilitate programs and online registrations; Coordinate with Communications & PR Coordinator to properly promote this program; and
4. Monitor camp performance and present results to Board.

The **Intramural Program Commissioner** shall be the Chief Coordinator and Director of the fall and spring programs. In this capacity he/she shall:

1. Organize teams from the registration lists with the assistance of the President and Vice-President;
2. Select coaches, assistant coaches and/or managers;
3. Select field coordinators for the various age/sex groups;
4. Supervise the overall activities of teams;
5. Advise the President and Equipment Manager of jerseys, soccer balls and other equipment needed by the fall program; and
6. Submit an end-of-season report providing pertinent performance information and recommendations for the following season.

The **Website Coordinator (Webmaster)** shall oversee and direct the various Wayland soccer online website portals for outward communication. In this capacity he/she shall:

1. Manage and maintain technical operation and functionality of the WAYS website(s);
2. Coordinate, maintain and document current registration of WAYS various domains and hosting of WAYS portals;
3. Upload and maintain registration information and WAYS program information with assistance from the Registrar and Board members;
4. Review, coordinate and assist with posting timely information, news and announcement with assistance for the Communications/PR Coordinator; and
5. Review and advise about software, programs, tools, and systems for maintaining WAYS online presence.

The **Communications/PR Coordinator** shall oversee and direct the various WAYS programs through outbound publicity, marketing, communication and event activities. In this capacity he/she shall:

1. Work closely with all members of Board to communicate information about each segment of WAYS program to Wayland Youth Soccer players, coaches, parents, schools, and media;
2. Produce content and graphics; news or program information for schools, paper, e-news vehicles;
3. Coordinate and organize marketing and communication materials for distribution;
4. Coordinate inquires between the public and WAYS Board;
5. Represent WAYS and interact with other affiliated Boards of Directors, such as, Boston Area Youth Soccer, Inc., otherwise known as BAYS;
6. Coordinate with Webmaster for posting program information;
7. Coordinate with Volunteer Director and appointed volunteers in performing communications activities; and
8. Direct the production of semi-annual newsletters (each season) for email distribution and website.

The **BAYS Girls Commissioner** shall be the Chief Coordinator of the Girls travel program. In this capacity he/she shall:

1. Assist the President and Vice-President in organizing teams from the registration lists;

2. Select coaches, assistant coaches and/or managers;
3. Supervise the overall activities of teams;
4. Advise the President and Equipment Manager of jerseys, soccer balls and other equipment needed by the program;
5. Coordinate with Age Group Coordinators to recruit players, if necessary, to adequately staff a team entered in an affiliated league; and
6. Submit an end-of-season report providing pertinent performance information and recommendations for the following season.
7. Intervene and facilitate resolution in the case of player, team or league related disputes with assistance from President as needed.

The **BAYS Boys Commissioner** shall be the Chief Coordinator of the boys travel program. In this capacity he/she shall:

1. Assist the President and Vice-President in organizing teams from the registration lists;
2. Select coaches, assistant coaches and/or managers;
3. Supervise the overall activities of teams;
4. Advise the President and Equipment Manager of jerseys, soccer balls and other equipment needed by the program;
5. Coordinate with Age Group Coordinators to recruit players, if necessary, to adequately staff a team entered in an affiliated league; and
6. Submit an end-of-season report providing pertinent performance information and recommendations for the following season.
7. Intervene and facilitate resolution in the case of player, team or league related disputes with assistance from President as needed.

The **Equipment Manager** shall be the Chief Equipment Officer of the organization. In this capacity he/she shall:

1. Purchase jerseys, soccer balls, net and other equipment as determined by the President in consultation with the fall and BAYS commissioners;
2. Distribute jerseys and soccer balls to coaches and/or managers of spring and fall teams;

3. Collect soccer balls and other equipment from coaches and/or managers of the spring and fall teams at the conclusion of their respective seasons;
4. Perform an inventory of equipment after all equipment has been collected from teams at the conclusion of their seasons;
5. Store equipment during the off-season;
6. Perform an inventory of equipment prior to distribution to teams at the beginning of their seasons;
7. Keep records of the equipment and quantities issued to each team at the beginning of their season; and
8. Submit a report to the Board of Directors.

The **Director of Referees** shall be the Chief Referee. In this capacity he/she shall:

1. Schedule referees for all WAYS games requiring referees.
2. Recruit referees for the spring and fall season; and
3. Develop and conduct referee training clinics for novice referees.
4. Provide, when necessary, referee assignments to the Treasurer for payment to referees.

The **Registrar** shall be the Chief Coordinator of player registrations for all WAYS programs. In this capacity, he/she will:

1. Collect and maintain player registration information;
2. Collect and deposit player registration fees;
3. Produce registration summary reports as needed;
4. Produce official player rosters for coaches and BAYS; and
5. Maintain status of MYSA registration.
6. Coordinate with Treasurer

The **Field Coordinator** shall be the Chief Coordinator for WAYS playing fields. In this capacity, he/she shall:

1. Coordinate with the Park & Recreation Department to ensure availability, readiness and condition of playing fields;
2. Schedule fields for outdoor practice times;

3. Maintain field schedules for all games and practice sessions; and
4. Assume responsibility for canceling games due to inclement weather.

The **Volunteer Director** shall work with Board members in recruitment, organization and assignment of community volunteers to support various activities and initiatives. In this capacity he/she shall:

1. Coordinate with Board and Registrar in conveying volunteerism needs through player registration online process;
2. Coordinate with Communications/PR Coordinator and Webmaster in ongoing recruitment during the season;
3. Coordinate with Wayland High School boys and girls soccer coaches and Athletic Director to place student volunteers; and
4. Recruit and organize volunteers for various events and activities as planned by the Board.

The **Merchandise Director** shall be responsible for managing all aspects of promotional merchandise (clothing, etc.) for sale to the WAYS community. In this capacity, he/she shall:

1. Inventory, organize, and coordinate merchandise and product for resale;
2. Coordinate with Equipment Manager and other Board members about stock selections, quantities and budget;
3. Work with Volunteer Coordinator and Communications/PR Coordinator in recruiting and organizing volunteers; and publicizing merchandise for sale both online and at Intramurals and BAYS games; and
4. Process phone and online orders.

#### **ARTICLE VII- Directors, Duties and Powers**

The Directors shall have the responsibility and authority for administering WAYS affairs in specific areas which shall be assigned by the Board. These duties may be assigned to individuals or committees from within the Board or assigned to non-Board members by a majority of the Board at a Board meeting.

The Directors shall assist the President in the performance of his/her duties by assigning individuals or forming committees. Such duties may include, but not be limited to, the following:

1. Promoting a program of publicity and public relations;
2. Interfacing with the Town of Wayland Park & Recreation Department;

3. Interfacing with the local school systems and Park & Recreation Department to schedule indoor facilities for practice sessions;
4. Arranging equipment set-up and removal;
5. Developing/sponsoring coaches training sessions;
6. Setting fee schedules for each approved season;
7. Maintaining information on approved tournaments;
8. Resolving disciplinary problems;
9. Fund-raising efforts;
10. Adopting and maintaining a list of association playing rules and guidelines providing for the number of players per team, age of players, and all variations from standard rules of soccer;
11. Represent WAYS and interact with other affiliated Boards of Directors, such as, Boston Area Youth Soccer, Inc., otherwise known as BAYS;
12. Creating a financial audit committee to conduct a financial audit every two years or when the Treasurer leaves office, whichever occurs first; and
13. Organizing tryouts for selection of spring competitive teams when necessary.

#### **ARTICLE VIII - Board Meetings**

The Board shall meet not less than three (3) times per year.

Meetings of the Board may be called by the President, and, upon request of any two (2) Board members, shall be called by the Secretary. Notice of the date, time, and place of such meetings shall be given, or caused to be given, to each member of the Board by the Secretary. Such notice need not be given in writing unless the President or the two Board members calling the meeting shall otherwise direct.

All matters of policy shall be decided by a simple majority of those Board members present and voting. At any meeting of the Board, a quorum shall consist of one-third (1/3) of the then current members of the Board.

#### **ARTICLE IX - General Meetings**

There shall be at least one (1) General Meeting during the year. The Annual General Meeting is generally to be held between the spring and fall season. Special meetings may be called by the Board as necessary.

At any General Meeting, a quorum shall consist of a minimum of two-thirds (2/3) of the Board of Directors.

Notice for all General Meetings shall be sent to all registered members at least seven (7) days before the meeting, said notice specifying the date, time and place for the meeting.

#### **ARTICLE X - Nominating Committee**

The President shall appoint the Nominating Committee, consisting of at least three Directors or Officers, one of whom will be designated to chair the committee. The appointments for the Nominating Committee shall be approved by the Board.

At the Annual General Meeting, the Nominating Committee shall present a slate of Officers and Directors to the meeting. The presentation of this slate shall in no way preclude further nominations from the floor. The slate of officers and Directors may accompany the notice of the meeting sent out in accordance with Article IX.

#### **ARTICLE XI - Finances**

The Board shall decide all matters pertaining to the finances of WAYS. The Board shall approve all expenditures and shall approve the manner and places in which monies received by WAYS are deposited. Notwithstanding the above, however, the President and Treasurer shall each have the authority to expend up to \$500 for non-operational expenses. The President and Treasurer shall report all said expenditures to the next meeting of the Board.

The Board, prior to a registration for any season called for in Article III or voted by the Board, shall set the required fee structure, including any discount for early registration, multiple siblings, or other situations deemed appropriate by the Board.

During any registration period, the Board will vest in the appointed Registrars the conditional right to approve a discount or scholarship for needy families. A report of these subsidies must be made at the next Board meeting.

No Officer or Director shall receive directly or indirectly any salary or compensation for services rendered as an officer or Director.

No solicitation or other activity of any type on behalf of WAYS shall be carried on without the express approval of the Board, nor shall any person or persons of other legal entities incur debt upon or in the name of WAYS without the express approval of the Board.

#### **ARTICLE XII- Suspension and Expulsion of Members**

Any member of WAYS may be suspended or expelled from membership by a resolution passed by not less than two-thirds (2/3) of the Board.

The member involved shall be notified at least seven (7) days in advance of the intended action, and may make a statement to the Board before the resolution is put to a vote. The decision of the Board shall be binding on the member and no reason for the suspension or expulsion need be given by the Board.

### **ARTICLE XIII - Playing Rules and Operating Guidelines**

The Board may, from time to time, amend and publish rules and operating guidelines which, providing they do not contravene these Bylaws, shall be binding upon all WAYS members and teams.

### **ARTICLE XIV - Miscellaneous**

The rules contained in Robert's Rules of Order, as revised, shall govern this organization in all cases in which they are not inconsistent with these Bylaws.

WAYS shall have an association logo bearing the name of the organization and any other such inscriptions as the Board may determine.

The Name and Mark are depicted below



### **ARTICLE XV - Amendments**

These By-Laws may, from time to time, be amended or repealed by a two-thirds (2/3) vote of qualified members present at a duly constituted General Meeting.

Proposed changes shall be submitted in writing to the Board at least one month prior to a General Meeting, and the Board may review and make recommendations on the proposed changes. Written notice will be sent to the membership prior to the General Meeting on the proposed change. Written notice to the Board, as provided in the Article, may be suspended and dispensed with, however, upon a three-quarter (3/4) vote of the qualified members at the stated General Meeting and a three-quarter (3/4) vote is needed to pass the amendment.

Amended:

July 14, 1988  
May 9, 1989  
Aug. 25, 1991  
June 2, 1992  
June 4, 1996

June 16, 1998  
October 15, 2011  
May 31, 2012