

ASHLAND SOCCER CLUB BYLAWS

Adopted February 16, 2017

Part I – General

Bylaw 101. Name

Section 1. This organization shall be known as the Ashland Soccer Club, hereinafter referred to as the Club. The Club will maintain status as a nonprofit corporation under the laws of the State of Oregon, and shall obtain and maintain tax-exempt status under the Internal Revenue Code of the United States.

Section 2. The Club shall engage in lawful activity, none of which is for profit, pursuant to Chapter 65 of the Oregon Revised Statutes and §501(c)(3) of the Internal Revenue Code.

Section 3. The Club serves the general area of the City of Ashland and Jackson County but membership is not limited to within those boundaries.

Bylaw 102. Purpose

Section 1. The purpose of the Club shall be to promote the physical, mental, social and emotional development of youth through the sport of soccer and to teach all aspects of soccer skills, including sportsmanship and fair play.

Bylaw 103. Memberships in Other Organizations

Section 1. The Club shall be a member of, and comply with the Bylaws and Policies of, Oregon Youth Soccer Association (OYSA). The Club shall also be an affiliate of U. S. Youth Soccer (USYS), and the U. S. Soccer Federation (USSF).

Section 2. The Club shall maintain its bylaws and policies in compliance with the bylaws and policies of OYSA, USYS, and the USSF. In the event of any conflict between the bylaws and policies of the Club and the bylaws and policies of the organizations of which it is a member, the provisions of the organizations of which the Club is a member shall take priority.

Bylaw 104. Authority

Section 1. The governing authority of this Club shall be vested in an elected body known as the Board of Directors (Board), which shall exercise all powers, rights, duties, and privileges necessary to manage Club's affairs for the fulfillment of its Purpose as articulated in Bylaw 102. Such responsibilities include, but are not limited to, management of the Club's business, organizational, personnel, legal, financial, and operational matters. By agreeing to participate in the Club as Board Members, Youth Participants, Adult Participants, Adult Player Participants, Adult Members, Parent Members or by registering their Youth Participants (collectively, "Club Participants"), all Club Participants acknowledge and agree that the

Board has the right to decide, manage, direct and determine all matters pertaining to the Club's affairs. The Board may delegate and provide for further delegation of any and all such powers, rights, duties and privileges subject to limitations expressly set forth in these bylaws or as otherwise required by law.

Bylaw 105. Laws of the Game

Section 1. FIFA Laws of the Game as modified for youth and small-sided games shall apply and be administered by the club and league rules.

Bylaw 106. Fiscal and Seasonal Soccer Year

Section 1. The Club's financial year shall be from June 1 - May 31. The Club's tax reporting year shall be from January 1 - December 31.

Section 2. The seasonal soccer year shall extend from August 1 through July 31st of the following year.

Bylaw 107. Colors

Section 1. The colors of the Club shall be red, white and light blue. However, team uniforms may be purchased in a variety of colors.

Bylaw 108. Rules of Order

Section 1. The Board President shall have discretion to decide the agenda and procedure of the Board's meetings in the manner they deem necessary to the orderly and efficient conduct of such meetings. Any Board member who disagrees with a procedural decision of the Board President may introduce a motion to amend or reverse the Board President's procedural decision or may introduce a motion to adopt a standing or special rule of order.

Bylaw 109. Dissolution of Club

Section 1. Should the Club be dissolved, all monetary and physical assets remaining after payment of all debts shall be turned over to the Ashland Parks Foundation for programs promoting soccer in the City of Ashland or the Ashland School District.

Section 2. Should the club merge with another, at the confirmed time of dissolution the active board members shall vote on the final distribution of the Club's assets.

Part II – Membership

Bylaw 201. Equal Opportunity

Section 1. The Club will not discriminate against any individual on the basis of race, color, religion, age, sex, national origin, ethnicity, disability, gender identity or expression, sexual orientation, or any other protected category under applicable local, state or federal law.

Bylaw 202. Participation

Section 1. Participation is open to any youth soccer players ages 5-18, and to coaches, trainers, managers, administrators and volunteers who are not serving a suspension from participation by OYSA or any organization of which it is a member, any of its member clubs, or by any amateur soccer organization in its territory. Participation is also open to any qualifying adult soccer player provided space is available on an adult team. Soccer age shall be determined according to the USYS age chart, which is incorporated herein by reference and sets the age applicable to a Youth Participant according to their actual age on December 31 of the calendar year for which Youth Participant has registered. The Board retains discretion to place ASC teams into leagues that remain on a grade-based age calendar where appropriate and to assign Youth Participants to such teams accordingly.

Section 2. **Youth Participants** – Eligible Youth Participants are registered players under the age of nineteen. They shall submit an application to the Registrar in the format prescribed by the Club. An annual fee established by, and payable to, the Club shall accompany all applications, with the exception of players on scholarships who must still submit an application. Acceptance by the Club shall constitute approval of the application provided space is available on a team for the player.

Section 3. **Adult Participants**- Adult Participants are registered adults who are officers, directors, employees, coaches, trainers, managers, and other elected or appointed administrators who work on behalf of the Club. Acceptance of Adult Participants by the Club shall be subject to approval of the application and verification by OYSA (and/or any other governing soccer organization at the time of participation) that the person's risk status is "Approved". The Club may not accept an individual who is restricted or suspended from participation by any sports organization. **Adult Player Participants** are registered adult players. They shall submit an application to the Registrar in the format prescribed by the Club. An annual fee established by, and payable to, the Club shall accompany all applications. Acceptance by the Club shall constitute approval of the application provided space is available on a team for the player.

Section 4. Every player, coach, assistant coach, team manager, programs administrator, club officer, board member, club employee, and volunteer who acts as an official representative of the Club must be registered with the Club and OYSA (and/or any other governing soccer organization at the time of participation), and the appropriate fees paid.

Section 5. Both Youth Participants and Adult Participants shall be subject to OYSA's bylaws and policies as well as the Club's bylaws and policies.

Section 6. All Adult Participants must submit to annual background checks in accordance with OYSA policies and/or the policies of any other governing soccer organization at the time of participation

Bylaw 203. Membership

Section 1. **Adult Members** – Adult Members are the registered Adult Participants and the Adult Player Participants of the Club.

Section 2. **Parent Members** – Parent Members are the parents or legal guardians of the Youth Participants.

Section 3. **Voting by Members** - At the Annual General Membership Meeting and any Special General Membership Meetings, all Adult Members and Parent Members shall be eligible to vote on matters that are brought before the meeting, subject to the following limitations:

- A. The President shall chair the meeting and may not vote on any issue before the meeting other than election of officers and directors. However, in the case of a tie vote on any issue the President may cast the deciding vote.
- B. Parent Members and Adult Player Participants are entitled to one voting person per family, provided they have completed 4 hours of volunteer service in the prior season as approved by a designated board member.
- C. Each voting person is limited to one vote; regardless of the number of offices that person may hold.

Part III – Organization and Board

Bylaw 301. Board of Directors

Section 1. The Board of Directors (Board) shall be the representative governing authority of the Club. The Board will conduct the business of the Club and shall be composed of the elected officers, and other elected directors. The total number of officers and directors may be modified from time to time, but the number shall never be fewer than 5.

Section 2. The Board shall be comprised of the officers specified in Bylaw 302 and up to five directors at large. All elected officers and elected directors are eligible to vote on any matter before the Board.

Section 3. A quorum for conducting business at any Board meeting shall consist of a majority of the voting members of the Board, and include at least one officer who shall act as chairperson. The affirmative vote of a majority of the eligible voting Board members in attendance at any Board meeting for which there is a quorum shall be required to pass any motion of the Board or to adopt or amend Club policies.

Section 4. Appointed coordinators and other *ex officio* members of the Board may attend meetings, participate in discussions, and provide advice to the Board but shall not have voting privileges at Board meetings.

Section 5. Directors of the corporation shall not receive compensation for their Board services but may be reimbursed for expenses related to Board service.

Section 6. Attendance Policy: Three (3) unexcused absences from Board meetings shall constitute cause for the Board President or designee to remove a member of the Board from that person's Board position. An unexcused absence is defined as an absence without prior notification of absence. To be excused, an absence requires contact and notification to any elected Board member. In addition, updates to all actionable items assigned in previous

Board meetings must be provided prior to the absence. The Board may also automatically vacate a Board position and appoint a person to fill the vacated position if, in its judgment, the number of excused absences renders the Board member incapable of properly carrying out the duties of their office. Any appointments by the Board to fill a vacated position will be made under the terms of Bylaw 308.

Bylaw 302. Club Officers and Duties

Section 1. Officers

The Club shall have the following elected officers:

- A. President
- B. Vice-president
- C. Secretary
- D. Treasurer
- E. Registrar (Optional as an elected officer. This function may be filled by a person appointed by the Board or hired as an employee)

Section 1. President

The President shall supervise all activities of the Club and Board. The President shall be the presiding Officer and Chairman of the Board at all Club meetings. In this member's capacity as Chairman, this member shall vote only in the case of a tie. The President shall appoint committees as needed or when charged to do so by a majority of the elected officers and shall be an *ex officio* member of all committees. The President shall be the official representative of the Club in all interactions with the public, except when another person has been delegated that authority by the President. The President shall act as the Risk Management Coordinator for the Club.

Section 2. Vice President

The Vice President shall assume the duties of the President in the President's absence and otherwise assist the President as required. The VP shall serve as Club Parliamentarian and be a voting member of the Board.

Section 3. Secretary

The Secretary shall keep and publish an accurate record of all meetings, maintain the files of the Club and be responsible for the preparation of the annual report, and be a voting member of the Board.

Section 4. Treasurer

The Treasurer shall be in charge of the financial affairs and activities of the Club, shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by the Club, all assets owned or controlled by the Club and all debts owed by the Club. The Treasurer shall maintain checking account(s) with signature authority vested in no fewer than three (2) Club officers with dual signatures required for any expenditure in excess of \$500. The Treasurer shall disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the AGM, and shall provide financial statements acceptable to the board at each regular meeting

of the Board or as otherwise directed. The Treasurer shall prepare, or cause to be prepared, all documents required to allow the Club to maintain its tax-exempt status under the Internal Revenue Code and the laws of the State of Oregon.

Section 5. Registrar

The Registrar shall be responsible for registering all accepted applicants within the Club, and registering those individuals with Oregon Youth Soccer. The Registrar shall certify birth dates as necessary and accept required forms and fees from Club participants. All fees shall be given to the Treasurer for deposit. The Board may appoint assistant registrars to help in performing the Registrar's duties.

Bylaw 303. The Executive Committee

Section 1. Shall consist of the elected officers and directors and may conduct business on behalf of the Board between meetings of the full Board. Such actions shall be subject to ratification by the full Board at the next regular business meeting.

Section 2. The Executive Committee shall:

- A. Consider such matters of management or operational interest to the Club or Board as are brought before it.
- B. Appoint the members of any required hearing committee(s) for protests or complaints regarding conduct of coaches, spectators, parents, and/or players.
- C. Report all of the Committee's actions to the full Board for ratification at the Board's next regular meeting.

Section 3. A quorum of the Executive Committee shall consist of at least half the Board members.

Bylaw 304. Ex-officio Members of the Board

Section 1. Head Coach

The Board may appoint a Head Coach to manage the Club's coaches. If appointed, the Head Coach shall attend regular meetings of the Board and shall advise the Board on all issues relating to player and coach development. The Head Coach shall not be a voting member of the Board. The Head Coach shall be responsible for establishing a program of player and coach development and will be responsible for the following functions:

- A. Develop and carry out a Coach Development Program including scheduling and/or providing coaching clinics, conducting meetings for the coaches, setting policy and providing training related to acceptable behavior and other activities as appropriate to facilitate the training of the coaches and the players.
- B. Communicate to coach's information on programs, Club policies and general information relating to Club activities and team organization.
- C. Coordinate the recruitment and selection of coaches, subject to approval by the Board.
- D. Coordinate with the Registrar the assignment of coaches to teams.
- E. Report to the Board on all matters relating to coaching.

Section 2. Registrar

In the event of an appointed Registrar the following section shall apply:

The Registrar shall be responsible for registering all accepted applicants within the Club, and registering those individuals with Oregon Youth Soccer. The Registrar shall certify birth dates as necessary and accept required forms and fees from Club participants. All fees shall be given to the Treasurer for deposit. The Board may appoint assistant registrars to help in performing the Registrar's duties. An appointed Registrar position will also be eligible for an annual stipend as determined by the Board on a year by year basis.

- 1) This stipend amount will be Board approved and noted in the minutes of the AGM; or
- 2) This stipend amount will be eligible based upon a percentage of the year's projected registration fees as determined and approved by the Board and noted in the minutes of the AGM.

Bylaw 305. Appointed Coordinators

Section 1. The Board may appoint, at its discretion, coordinators to manage the programs that the Club provides. Appointed Coordinators shall serve for the seasonal year in which they are appointed, unless another term is set by the Board upon appointment. Appointed coordinators serve at the pleasure of the Board and may be removed by a majority vote of the Board at any Board meeting. Appointed Coordinators shall attend regular Board meetings, shall advise the Board on all matters pertaining to the programs under their jurisdiction, and may participate in Board discussions. The Board is authorized (but not required) to appoint coordinators to manage the programs described in the following sections.

Section 2. Referee Coordinator

The Referee Coordinator shall establish acceptable qualifications for game officials hired by the Club. The Referee Coordinator should complete the Assignor Training Course and be certified by USSF or a Club designated certified referee entity. The guidelines for the Referee Coordinator will be developed by the Club and provided to the assigned individual as recommendations for the position. Referee Coordinator shall arrange training to develop referees for the club.

- A. The Referee Coordinator shall be responsible for scheduling referees for Club games and maintaining records for payroll as needed.
- B. Referee Coordinator coordinates all aspects of recruiting Youth Participants, Adult Participants or Volunteers to referee positions for the Club or for the various Leagues with which the Club participates.
- C. Referee Coordinator will be responsible for the education of new referees on the appropriate process for licensing, training and coordinate all training and class schedules.
- D. The Referee Coordinator would coordinate with the Treasurer all payments owed.

- E. The Referee Coordinator shall report to the Board on all matters and activities concerning referees.
- F. The Referee Coordinator would also coordinate a Master Referee Game Schedule and assign weekly games per the following advised schedule each week:

Monday	Send out available games based upon League schedules
Wednesday	Receive and coordinate available referees
Thursday	Assign referees to games
Friday	Confirm acceptance of assigned games

Section 3. Coach Coordinator

The Coach Coordinator shall be responsible for the coordination of player and coach development and will be responsible for the following functions:

- A. Develop and carry out a Coach Development Program including scheduling and/or providing coaching clinics, conducting meetings for the coaches, setting policy and providing training related to acceptable behavior and other activities as appropriate to facilitate the training of the coaches and the players.
- B. Communicate information to coaches on programs, Club policies and general information relating to Club activities and team organization.
- C. Coordinate the recruitment and selection of coaches, subject to approval by the Board.
- D. Coordinate with the Registrar the assignment of coaches to teams.
- E. Report to the Board on all matters relating to coaching.

Section 4. Recreational Soccer Coordinator

The Recreational Soccer Coordinator in coordination with the Head Coach shall be responsible for recreational soccer play at U5-U18 and shall:

- A. Develop and carry out the Club's Recreational Soccer Program in compliance with the rules and team formation policies for recreational teams.
- B. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to recreational team coaches.
- C. Coordinate the recruitment and selection of coaches with the Head Coach, subject to Board approval.
- D. Coordinate with the Registrar and Head Coach the assignment of coaches to teams.
- E. Report to the Board on all matters relating to recreational soccer.
- F. Develop and carry out a Micro Soccer Program.
- G. One coordinator may be selected at each age group and gender as needed based upon teams participating.

The Board may assign assistants to the Recreational Soccer Coordinator help manage specific age groups.

Section 5. **Competitive Soccer Coordinator**

The Competitive Soccer Coordinator shall be responsible for soccer play in OYSA competitive leagues and in coordination with the Head Coach shall:

- A. Develop and carry out a Competitive Soccer Program in compliance with OYSA rules and team formation policies for competitive teams.
- B. Establish the dates and times for tryouts for competitive players
- C. Identify and schedule evaluators to assist the coaches with evaluating players at the tryouts.
- D. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to team coaches.
- E. Coordinate the recruitment and selection of coaches with the Head Coach and identify Team Managers within each team, subject to Board approval.
- F. Coordinate with the Registrar and Head Coach the assignment of coaches to teams.
- G. Ensure that OYSA dates are met for registration.
- H. Report to the Board on all matters relating to classic soccer.

Section 6. **H.S. Coed Coordinator**

The High School Coed Coordinator shall:

- A. Organize a High School Coed Program
- B. Establish a program to distribute information about the program to high school students and coaches in the Club's service area.
- C. Communicate to coaches' information on programs, Club policies, and general information relating to Club activities and team organization.
- D. Coordinate the recruitment and selection of coaches with the Head Coach
- E. Coordinate with the Registrar the assignment of coaches for teams, depending on approval.
- F. Create teams using applicable recreational guidelines

Section 7. **Equipment Coordinator**

The Equipment Coordinator shall be responsible for the purchase, distribution, and management of equipment for the Club. The Equipment Coordinator shall conduct inventories, and maintain appropriate records regarding distribution and storage of all equipment belonging to the Club. The Equipment Coordinator will define what fees are associated with equipment and shall report all matters related to equipment to the Board.

Section 8. **Field Coordinator**

The Field Coordinator shall be responsible for purchasing field maintenance equipment and supplies, organizing, and overseeing field maintenance activities, including field lining and goal post placement. The Field Coordinator will provide for goal maintenance and replacement, nets, and goal anchoring needs. The Field Coordinator will select individuals to lay-out and line fields for play, and inspect goals and field equipment for condition and safety.

The Field Coordinator will be responsible for securing field usage for practices, games and soccer related activities throughout the year and reporting to the Board on all matters related to fields and their use.

Section 9. Communication Coordinator

The Communication Coordinator will be responsible for maintenance and update of the club website, optional publication of a club newsletter and prepare flyers and communications announcing registration, leagues and seasons to members and potential members. The Communication Coordinator will maintain a current mailing file to include Board members, coaches, assistant coaches, referees, and players.

Section 10. Fund Raising Coordinator

The Fund Raising Coordinator shall be responsible for carrying out any and all fund-raising activities approved by the Board.

Section 11. Team Manager Coordinator

The Team Manager Coordinator shall assist the Team Managers from all teams in understanding and carrying out their responsibilities as defined by the Team Manager Responsibilities policy.

Section 12. Volunteer Coordinator

The Volunteer Coordinator would be responsible for finding volunteers for open positions, assisting the Fund Raising Committee, assisting with the annual tryout process, keeping track of an accounting for Bylaw 203, Section 3, B. The Volunteer Coordinator shall report to the Board on all matters and activities concerning volunteer positions.

Section 13. Tournament Coordinator

The Tournament Coordinator coordinates all aspects of club tournaments and paperwork required for travel to tournaments hosted by other organizations.

Section 14. Uniform Coordinator

The Uniform Coordinator shall be responsible for educating the Coaches, Assistant Coaches and Team Managers on the process to record uniform sizes as well as to order uniforms. If a designated third party uniform provider is accepted by the Club, the Uniform Coordinator will also educate all necessary parties on the correct uniform acquisition process. Uniform Coordinator will also be the designated Club representative to address Youth Participant or Adult Member questions and concerns regarding uniforms.

Section 15. **Tryout Coordinator**

The Tryout Coordinator shall be responsible for the setup and conclusion of the annual tryout process for the Club as well as any supplemental tryouts that take place. These duties include soliciting additional volunteers to be trained and managed by the Tryout Coordinator to be able to articulate the Club tryout process, understand the evaluation metrics, assign tryout committee members during the tryout, coordinate with the Treasurer for payment to evaluators, maintain the Club designated tryout guidelines and evaluate and report to the Board how the annual tryout process was performed and any needed adjustments for the subsequent tryouts.

Bylaw 306. Election of Officers and Directors.

Section 1. All members of the Board shall be elected at the AGM, except as otherwise provided in these bylaws.

Section 2. The term of office shall be two years, beginning immediately after the AGM has been adjourned.

- A. The Vice President, Treasurer, Secretary and Directors at Large #2 and 4 shall be elected in even numbered years.
- B. The President, Registrar and Directors at Large #1, 3 and 5 shall be elected in odd numbered years.

Section 3. No person may serve more than 4 consecutive terms in a single office.

Section 4. A majority of the votes cast in a specific contest shall be required to elect a person to the Board.

- A. If there are more than 2 candidates for a seat on the Board and no candidate receives a majority of the votes cast, the candidate with the fewest votes shall be eliminated and another round of ballots shall be cast.
- B. Voting shall continue until a candidate receives a majority of the votes cast

Bylaw 307. Removal of Officers or Directors

Section 1. A Board member may be suspended or removed from office for failure to meet responsibilities or for otherwise acting in a manner detrimental to the interests of the Club.

- A. Appointed Coordinators may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting.
- B. Ex officio members of the Board may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting unless the terms of an applicable employment agreement provides for a different method of terminating the employment relationship.
- C. Except as otherwise expressly provided in these bylaws, elected members of the Board may only be removed from office under this section following a

disciplinary hearing held in accordance with the procedures of the applicable OYSA procedural manual and Section 2 of this Bylaw 307.

Section 2. If the Board receives a complaint regarding the conduct of an elected Officer or other Board member or otherwise becomes aware of allegations of misconduct regarding a Board member:

- A. The President or Vice President shall appoint an impartial committee of fact-finders to review allegations within 15 days.
- B. The committee shall conduct a hearing in accordance with the procedures outlined in the applicable OYSA procedural manual.
- C. The committee will present a report on the findings of the hearing to the Board within 30 days following appointment.
- D. If the committee's report recommends removal from office, the Board shall vote whether to call a special membership meeting to consider removal of the elected director.
- E. If the Board votes to call for a special meeting of the members, the Board shall set the time and place for the meeting and shall direct the Secretary to send notice of the meeting to all eligible members of the club.
 - a. The notice shall be sent at least 7 days prior to the date of the scheduled meeting.
 - b. The notice shall state the date, time, and place of the meeting and shall also state that the purpose of the meeting is to consider the removal of the named officer or director from the Board.
- F. The vote of a majority of the eligible voting members present at the special membership meeting shall be sufficient to remove a person from office.

Section 3. If an elected office is made vacant by the removal of a person from the Board in accordance with either Section 1 or Section 2, above, the vacant office shall be filled as described in Bylaw 308.

Section 4. Any Board member who is barred from participation in OYSA or its member clubs as a result of a risk management decision of the OYSA Risk Management Coordinator shall not participate in any activity on the Board during the period of ineligibility. If the banned individual does not resign, the Board shall either remove the non-elected Board member or shall call for a special meeting of the members to remove the person from office in accordance with Section 2 E and F, above.

Bylaw 308. Filling Vacant Offices

Section 1. If a Board position becomes vacant more than 60 days prior to the next scheduled election for that position, the Board shall by majority vote to appoint someone to fill that position until the next Annual General Membership Meeting held as provided in Bylaw 402.

Section 2. When a Board position has become vacant between scheduled elections for that position, the members at the next Annual General Membership Meeting after the vacancy occurs shall elect a person to the position to serve until the next election scheduled for that position in accordance with Bylaw 306, Section 2.

Bylaw 309. Committees

Section 1. The Board may create committees for the purposes established by the Board. The duration of such *ad hoc* committees shall be established by the Board. The Board may adopt policies that specify details of committee formation, staffing, and reporting to the Board.

Section 2. The President shall be an *ex-officio* member of all committees established by the Board, although the Board may appoint another person to chair the committee.

Part IV – Meetings

Bylaw 401. Board of Directors Meetings

Section 1. Regular Board Meetings shall be held at a minimum quarterly with plans for a monthly meeting at the time and place designated by the Board. The Board shall publicize to the membership the time and location of regular Board meetings.

Section 2. Executive Committee or Special Board Meetings shall be held at a time and place specified by the President, or by a majority vote of the Board or Executive Committee. Special meetings may be called as needed with notice to members.

Section 3. The President shall set the order of business for all Board Meetings.

Section 4. A quorum for the board meeting shall be a majority of the voting members of the board.

Section 5. Any action required by law to be taken at a meeting of the board, or any action which may be taken at a board meeting, may be taken without a meeting if a consent in writing, setting forth the action to be taken or so taken, is signed by all of the Directors.

Bylaw 402. General Membership Meeting

Section 1. The Annual General Membership Meeting (AGM) shall normally be held prior to the beginning of the spring soccer season. At this meeting election of officers will occur. Voting shall be by the eligible voters as specified in Bylaw 203, Section 3.

Section 2. Special Membership Meetings may be scheduled or called by a majority vote of the Board.

Section 3. The Board must provide not less than 7 days notice to eligible voting members prior to any membership meeting.

Section 4. The Board shall set the order of business for General Membership Meetings. Bylaw revisions shall be submitted to the eligible voting members as provided in Bylaw 801, Section 2.

Section 5. A quorum for action at a membership meeting shall consist of the eligible voting members present at the meeting. A majority vote of those eligible members present at any membership meeting shall be required for approval of any issue brought to a vote at such meeting

Part V - Administration

Bylaw 501. Policies

Section 1. The Board may adopt policies to govern the operations of the Club. A majority of vote of those Board members present at any Board meeting at which there is a quorum is sufficient to adopt, repeal, or amend a policy.

Section 2. Once adopted, a policy will govern the operations of the Club until amended or repealed.

Section 3. The Board shall make appropriate provisions to inform its members of Club policies.

Bylaw 502. Financial Policies

Section 1. The Board shall adopt financial control policies that provide details for the handling of the club's financial affairs. Such policies shall be reviewed annually and modified as required by the club's auditors.

Section 2. The Board shall establish a budget for each year prior to the beginning of the new fiscal year.

Section 3. The Board shall cause an annual review of financial statements by an independent source.

Section 4. The Board shall cause tax reports to be prepared and submitted to the IRS in accordance with IRS rules for non-profit and tax exempt organizations.

Section 5. The Treasurer shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed.

Bylaw 503. Referees

Section 1. Referees selected by the Club shall serve as independent contractors.

Section 2. Any individual referee receiving more than \$600 in a calendar year shall be issued a 1099 tax form which shall be filed with the IRS.

Section 3. All referees shall be USSF certified.

Part VI – Grievance, Protest, and Appeals

Bylaw 601. Complaints

Section 1. The Club and its Board of Directors shall follow procedures for handling complaints in accordance with the principles of due process.

Section 2. Submission of a complaint shall be in writing and shall indicate the specific charges or alleged violation, and resolution desired.

Section 3. All club procedures shall comply with Oregon Youth Soccer policies and the OYSA Grievance, Protest, and Appeal Manual (GPA Manual) and/or the policies of any other governing soccer organization.

Section 4. The Board may adopt policies that specify any additional procedures not provided in the GPA Manual, including any fees that will apply to initiating claims with the Club.

Bylaw 602. Hearing Procedures

Section 1. Hearings will be conducted in accordance with the rules of the Oregon Youth Soccer Association GPA Manual. In the event that the Participants in questioned are not governed in their activities by the OYSA, then the grievance rules and policies of another applicable governing soccer organization shall apply.

Section 2. The Board will adopt policies as needed to supplement the GPA manual.

Section 3. Grievances will be heard by the Board as scheduled by the President or delegated Executive Committee. Procedures for conducting the hearing will be set by the Board based upon the nature of the issues presented in the Grievance.

Bylaw 603. Hearing Procedures - Sponsored Competition

Section 1. The Board shall approve Rules of Competition for any tournaments or leagues sponsored by the Club.

Section 2. Copies of the Rules will be distributed to participating teams when they register for the event.

Section 3. Any protests or complaints arising from the sponsored event will be heard by the event director (or designee) in accordance with the Rules. The Rules will provide for a final decision on any complaint or protest before the next scheduled match of the affected parties.

Section 4. The decision of the event director shall be final and shall be verified in writing and retained in the club records.

Section 5. Complaints of referee abuse or assault by Club Participants will be promptly forwarded to Oregon Youth Soccer Association and/or other appropriate governing organization.

Section 6. The event director shall submit a complaint to the Club regarding the conduct of any Club member participating in the event if the event director believes that the conduct that is the basis of the complaint merits disciplinary action greater than a ban from participation in the current event session. Referrals from the event director will be handled as a misconduct complaint in the manner specified in the OYSA GPA Manual (or rules of an applicable governing organization).

Bylaw 604. Appeals Process

Section 1. Appeals of the results from any hearing conducted by the Club must be submitted to Oregon Youth Soccer Association as required by the OYSA GPA Manual and/or to any other governing organization. There shall be no appeals of Club hearing decisions heard by the Club.

Section 2. The decisions or sanctions imposed shall remain in effect until the time limit of the sanction has expired, or the decision is overturned by an appeal.

Part VII - Risk Management

Bylaw 701. Risk Management Policy

Section 1. The Club will comply with the provisions of the OYSA Risk Management Policy.

Section 2. The President shall be the Club's Risk Management Coordinator.

Section 3. The President shall have authority to enter into a Conditional Approval Agreement with the OYSA Risk Management Coordinator only upon approval of the Board.

Section 4. The President will consult with the OYSA Risk Management Coordinator regarding any concerns about the criminal history of any person who is, or has applied to become, a registered Adult Participant in the Club.

Section 5. The President shall promptly notify the OYSA Risk Management Coordinator upon learning that any Adult Participant in the club has been formally charged with, or has been convicted of, a crime.

Section 6. The Board may adopt a risk management policy that provides guidance to the club regarding the suitability of accepting a person to be a club Administrator. Any such policy shall not allow acceptance of a person who is disqualified by OYSA, but it may provide for the disqualification of a person who has been approved by OYSA.

Part VIII – Amendments

Bylaw 801. Bylaw Changes and Amendments

Section 1. Changes or amendments to these bylaws may be adopted at any General Membership Meeting upon two-thirds (2/3) majority vote of the accredited voting members present. Each eligible person may only cast one vote, regardless of the number of offices held.

Section 2. A proposed change or amendment must be submitted in writing to the President or Secretary of the Club not later than thirty (30) days before the General Membership Meeting. Such changes shall be transmitted to Board Members and eligible voting members of the Club not later than fifteen (15) days prior to said meeting.

Bylaw 802. Provisional Bylaw Changes

Section 1. The Board, by a two-thirds (2/3) majority vote, may create temporary bylaw changes for governing specific cases or occasions not provided for in the Bylaws, but which may be necessary for the Club to meet required objectives. Provisional changes so adopted will be submitted to the membership in accordance with Bylaw 801 as a proposed Bylaw amendment at the next General Membership Meeting.

Bylaw 803. Severability and Precedence

Section 1. Any section of these bylaws considered to be in violation of applicable laws shall not affect the remaining sections that are in compliance with those laws.

Section 2. The bylaws and policies of the organizations of which the Club is a member shall take precedence over these bylaws. The Board shall submit an amendment to these Club bylaws at the Club's next General Membership Meeting to eliminate the cause of any conflict.