

Rossville Area Youth Soccer Board

By-laws

Adopted December 6th, 2005

Rossville Area Youth Soccer Board By-laws

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ARTICLE 1 Name

This organization shall be known as the Rossville Area Youth Soccer Board, Inc. (hereinafter "The Board") and shall be affiliated with the Indiana Youth Soccer Association (hereinafter "IYSA").

ARTICLE 2 Purpose

The Board shall develop, promote and administer youth soccer in the Rossville area on behalf of member leagues, clubs, teams, players, coaches, referees and administrators consistent with the Constitution and By-laws, policies and procedures of IYSA.

ARTICLE 3 Offices

The principal of The Board shall be located in the Rossville area. The address of the resident agent of The Board required by the Indiana Not-For-Profit Corporation Act of 1991 may be, but need not be, identical with the principal office of The Board. The address of the principal office and the designation of the resident agent may be changed from time to time as authorized by The Executive Committee of The Board.

ARTICLE 4 Fiscal Year

The Fiscal Year shall begin on the first day of November in each year and end on the last day of October in the following year.

ARTICLE 5 Membership

The Board will not allow, condone or tolerate discrimination against any person or persons on the basis of race, color, religion, age, sex or national origin. Further, no person convicted of a felony within the previous ten (10) years may serve as a member of The Board. Notwithstanding the previous sentence, in no event shall a person serve in any capacity on The Board if that person has been convicted of a sex crime; a crime involving the sale, manufacture or delivery of a controlled substance; robbery; murder; perjury; burglary or a crime involving the abuse or endangerment of a child. Any person charged with any of the aforementioned criminal acts shall be suspended from The Board pending outcome of the charges.

5.1 Types of Members/Memberships

Membership in the Board is comprised of three types of Members:

- Executive Members
- Chair Members
- General Members

5.2 Executive Members

Executive Members shall serve on the Executive Committee and be identified in Article 6.2 and have full voting rights.

5.3 Chair Members

Chair Members shall serve as Committee Chairman of the committees defined in Article 6.10 and have full voting rights. Chair Members serve at the pleasure of the President.

5.4 General Members

General Members shall be defined as any person having an interest in actively supporting and promoting the purpose and activities of the Board and attending at least two Board meetings annually. Voting rights extend only to those General Members attending at least one half of the meetings held in the previous 6 month period by account of the Secretary.

5.5 Membership Meetings

The Board shall meet on the first Tuesday of the fiscal year to vote on prospective members to the organization and address any deficiencies of attendance of current members.

ARTICLE 6 Executive Committee

6.1 General Authority

The authority of The Board shall be vested in the Executive Committee unless specified otherwise in these By-laws. The Executive Committee is responsible for developing and enforcing the constitution and by-laws, policies and activities of The Board including, but not limited to, decisions affecting membership status and appeals.

6.2 Board Composition

The Board shall consist of a President, Vice-President (Travel), Vice-President (Recreation), a Secretary and a Treasurer.

6.3 Restrictions to Service on Executive Committee

6.3.1 Any person missing 3 consecutive regularly scheduled Board meetings or 5 regularly scheduled Board meetings in any preceding 12 month period after December 31st, 2005 shall be deemed to have immediately resigned

as a member of the Executive Board. Furthermore, The Board may remove or dismiss from office any appointed or elected member for reasonable cause by due process followed by a two-thirds (2/3) vote.

6.3.2 The authority to determine conflict of interest shall rest with The Board. Generally, no Board member may financially gain as a result of any activity of The Board or be associated with any company or organization contracting or doing business or potentially in conflict with The Board in any form, unless the Board member has provided full disclosure and received exemption by a two-thirds (2/3) vote prior to the transaction.

6.4 Meetings

6.4.1 Regular Meetings

The Board shall hold regular meetings on the first and third Tuesday of each month. During periods of less activity, as determined by the President, the Board may meet only on the first Tuesday of a given month or months. The President shall determine the time and location of these meetings and give reasonable notice of same.

6.4.2 Special Meetings

Meetings for a special purpose may be called by the President. A minimum twenty-four (24) hour notice of special meeting shall be given and state the purpose of the meeting.

6.4.3 Meeting Minutes

Minutes of all meetings shall be maintained by the Secretary and available to any and all Board Members.

6.5 Quorum and Voting Requirements

6.5.1 Quorum

A quorum, consisting of a majority of the Executive and Chair Members of The Board, must be present at all times during Board meetings in order to conduct business.

6.5.2 Votes

Each member of The Board shall have one vote except the President, whose vote shall only be cast as a tie-breaker or during elections.

6.5.3 Vote Required

A majority vote of The Board shall be required for any action of The Board, unless specified otherwise in these by-laws.

6.6 Officers

The Officers of The Board shall consist of the President, Vice-President (Travel), Vice-President (Recreation), Secretary and Treasurer. Officers shall be elected by the Executive and Chair Members of The Board per Article 6.9.

6.6.1 President

The President of The Board shall have the following duties and responsibilities:

- A. To oversee and coordinate the activities of The Board.
- B. To preside over all Board, Membership and Special meetings.
- C. To appoint special or ad-hoc committees, subject to Board approval.
- D. To co-approve (with the Treasurer) and sign money disbursements made in the name of The Board.
- E. To appoint, subject to ratification by The Board, Chairs and other members of all standing committees, except as otherwise provided.
- F. To perform all other duties as shall be necessary to promote and uphold the welfare of youth soccer and to positively affect “the good of the game” within the Rossville area.

6.6.2 Vice-President (Travel)

The Vice-President (Travel) of The Board shall have the following duties and responsibilities:

- A. To assume the duties and responsibilities of the President in the case of the resignation of the President until the next meeting following said resignation or during a temporary absence; or during the inability of the President to perform the functions of that office.
- B. To co-approve (with the Treasurer) and sign money disbursements made in the name of The Board.
- C. To oversee, coordinate and execute the functions necessary to promote a U-12, U-14 and U-19 “travel soccer” program for the youth of the Rossville area including, but not limited to:
 - Recruitment of committee members for the Travel Program.
 - Establishment of sub-committees, as necessary, to ensure the smooth operation of the Travel Program.
 - Coordinating with the Recreation Program and the Fields and Equipment Committee Chair.

6.6.3 Vice-President (Recreation)

The Vice-President (Recreation) of The Board shall have the following duties and responsibilities:

- A. To co-approve (with the Treasurer) and sign money disbursements made in the name of The Board.

- B. To oversee, coordinate and execute the functions necessary to promote a youth soccer program for the youth of the Rossville area including, but not limited to:
 - Recruitment of committee members for the Recreation Program.
 - Establishment of sub-committees, as necessary, to ensure the smooth operation of the Recreation Program.
 - Coordinating with the Travel Program and the Fields and Equipment Committee Chair.

6.6.4 Secretary

The Secretary of The Board shall have the following duties and responsibilities:

- A. To oversee communication between The Board and its Members to insure that all are kept informed of the activities of The Board.
- B. To maintain the official records of The Board.
- C. Recording the minutes of all Board meetings except committee meetings and to report such actions taken at these meetings to The Board Members.
- D. Informing Members of meetings, handling correspondence of The Board and carrying out such other duties as shall be delegated.
- E. Receive nominations, prepare and tally ballots for elections.

6.6.5 Treasurer

The Treasurer of The Board shall have the following duties and responsibilities:

- A. To ensure the sound financial operation of The Board.
- B. To oversee the financial (including budget process) policies and procedures for The Board.
- C. To co-approve (with either the President or a Vice-President) and sign money disbursements made in the name of The Board.
- D. To present a statement of account at every regular meeting or at the request of The Board.
- E. To serve as Chair of the Finance Committee.
- F. Verify tallying of ballots for elections.

6.7 Terms of Office

The Executive Members of The Board shall take office at the close of business of the meeting at which they are elected for a term of one (1) year, or immediately if filling a vacancy, for the duration of that fiscal year.

6.8 Vacancies

Vacancies during the term of any Executive Member shall be filled by appointment by the President, subject to ratification by a majority vote of The

Board. However, the Vice-President (Travel) shall fill a vacancy in the office of the President and The Board will then elect a new Vice-President.

6.9 Nominations and Elections

All persons desiring to serve on or nominate another person to serve on The Board in an Executive Committee position shall give written notice to the Secretary of The Board not later than September 30th of the current fiscal year.

The Secretary shall prepare ballots, after the nominations have been collected and reviewed by the Membership Committee, to be acted upon at the final regular meeting for the current fiscal year.

6.10 Committees

The Board shall have standing committees and may establish additional or special committees. The President shall appoint all standing and special committee chairs, subject to Board approval, except that the Treasurer shall serve as the Chair of the Finance Committee. The Chair of the committee may select the other members of that committee. The Chair of the committee serves at the pleasure of the President of The Board. The Board has the following standing committees:

6.10.1 Finance Committee

The Treasurer is the chair of the Finance Committee. The Finance Committee is responsible for developing and reviewing fiscal procedures and annual budget with staff and other Board members. The Board must approve the budget and all expenditures must be within budget. The Board must approve any major change in the budget. Annual reports are required to be submitted to The Board showing income, expenditures and pending income and expenditures. The financial records of The Board are public information and shall be made available to the membership and the public.

6.10.2 Fields & Equipment

The Fields & Equipment Committee shall be responsible for maintenance and improvement of existing fields, securing additional playing locations as necessary and pre-game preparation including, but not limited to, setting of goals and nets, corner flags and striping. The Fields and Equipment Committee shall be responsible for maintaining goals, nets, corner flags, striper and an adequate supply of striping paint. It shall also be responsible for maintenance, storage and accountability of equipment and the procurement of new and/or additional equipment, pending approval of The Board.

6.10.3 Publicity/Information Committee

The Publicity/Information Committee shall be responsible for the preparation and dissemination of information in the name of The Board to the public. The Publicity/Information Committee Chair shall be the only person authorized to make official Board responses to the media. The Publicity/Information Committee shall fulfill all other tasks necessary for the benefit of the programs as directed by The Board.

6.10.4 Coaches Committee

The Coaches Committee shall be responsible for the recruitment and education of coaches for Rossville Area Youth Soccer, ensuring that background checks are performed and making coaches aware of expectations and requirements of The Board and IYSA.

6.10.5 Referees Committee

The Soccer Expansion Committee shall be responsible for expanding soccer opportunities to youth in outlying areas and for youth in the Rossville Area.

6.10.6 Concessions Committee

ARTICLE 7 Indemnification

To the extent not inconsistent with the laws of the State of Indiana, every person (and their heirs, estate, executors, administrators and personal representatives) who is or has been an Executive or Committee Chair Board Member shall be indemnified by the Corporation as provided in the act.

ARTICLE 8 Parliamentary Authority

Robert's Rules of Order, Newly Revised, most recent edition, shall govern The Board in all cases where they are not inconsistent with these By-laws and any special rules of order The Board may adopt, as well as Indiana law.

ARTICLE 9 Amendments to By-laws and the Constitution

- 9.1 Any proposed amendments of the By-laws or Constitution shall be submitted in writing to The Board at least sixty (60) days prior to the membership meeting at which the proposed amendments will be submitted for a vote.
- 9.2 In order to adopt the proposed amendment, two-thirds (2/3) of the votes cast at said meeting must vote in favor of the proposed amendment to pass.

- 9.3 Any proposed amendment which is approved in accordance with these By-laws will become effective on the date specified by The Board in the notice given to members, or at such later date as The Board may propose at the time of the vote.

ARTICLE 10 Exempt Status

- 10.1 Any and all assets of The Board are permanently dedicated to exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of future laws). The Board shall not be operated for pecuniary profit and shall have no capital stock and shall make no distribution of dividends to its members or persons having a private interest in the activities of The Board, except that The Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these By-laws.
- 10.2 No substantial part of the activities of The Board shall be the carrying on of propaganda or otherwise attempting to influence legislation and The Board shall not participate in, or intervene in (including the publishing or distribution or statements) any political campaign on behalf of any candidate for public office.
- 10.3 In the event The Board is dissolved, the Executive Committee shall, after paying or making provisions for the payment of all liabilities of The Board, dispose of all of the assets of The Board exclusively for the purpose of The Board in such a manner, or to such organization or organizations operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Committee shall determine.