

I.

HOLDEN YOUTH SOCCER LEAGUE, INC.

BY-LAWS

ARTICLE I

NAME, AFFILIATION, AND PURPOSE

- Section 1. The name of the corporation shall be the HOLDEN YOUTH SOCCER LEAGUE, INC., hereinafter referred to as HYSL. This corporation will be a nonprofit Corporation.
- Section 2. This Corporation is affiliated with the MASSACHUSETTS YOUTH SOCCER ASSOCIATION, hereinafter also referred to as MYSA. Ultimate affiliation is with the UNITED STATES SOCCER FEDERATION, hereinafter referred to as USSF.
- Section 3. The purpose of the Corporation will be to:
- a. Advance and promote the game of soccer,
 - b. Provide the opportunity for fun, recreation , and the development of leadership, courage, and fair play through team competition,
 - c. Develop the highest ideals of sportsmanship and fellowship, and,
 - d. Provide competent leadership for the attainment of a successful soccer program.

ARTICLE II

MEMBERSHIP

- Section 1. The members of the Corporation shall consist of Sustaining Members and Associate Members.
- Section 2. Sustaining members shall be the parents of those athletes participating in a HYSL soccer program.
- Section 3. Associate members shall be those institutions, organizations, or persons not having a child participating in a HYSL soccer program, but evidencing a continuing interest in the advancement of the game of soccer.
- Section 4. Further qualifications and requirements for membership shall be determined by the Board of Directors.
- Section 5. All members shall abide by the By-Laws of the Corporations and all the rules and regulations established by the Board of Directors, and all applicable rules and regulations of the HYSL, the MYSA, and the USSF.
- Section 6. Membership in this Corporation is not transferable or assignable.

Section 7. Any member guilty of conduct prejudicial to the cause of civic well being, or out of harmony with the principles of Corporation, may be expelled by a two-thirds (2/3) vote of the Directors voting at any meeting; provided, however, a written copy of such charges of misconduct shall have been delivered to such member of the Corporation at least two weeks prior to the meeting at which the vote on expulsion is to be taken. All volunteers with the potential of direct contact with players and/or their information are required to complete a Massachusetts state CORI background check through the Massachusetts Youth Soccer Organization.

ARTICLE III

GOVERNMENT

Section 1. The Officers of the Corporation shall be as follows:

President
Vice President
Secretary
Treasurer
Registrar

Section 2. The Board of Directors shall consist of the Officers of the Corporation and the following directors:

Fall Director
Spring Director
Age Group Directors
 K-2nd Grade
 3rd-6th Grade
 7th Grade – HS
TOPSoccer Director
MAYSL/MassYouth Liaison
Referee Director
Equipment Director
Uniform Director
Fields Director
Training and Development Director
Fundraising Director

Section 3. The affairs of the Corporation shall be managed by the Board of Directors.

Section 4. Each member of the Board of Directors may cast one (1) vote at the Board of Directors meetings.

Section 5. Any member of the Board of Directors who shall be absent from any three consecutive meetings during his or her term of office, unless such absence is

excused by the Officers of the Corporation, will have his or her office declared vacant by the Board of Directors.

- Section 6. In the event of a vacancy occurring among the members of the Board of Directors, the President will appoint a member of the Corporation to fill the vacancy for the remainder of the soccer year. If the vacancy should occur in the Presidency, the Vice President will succeed to the title, duties, and powers of the Presidency for the remainder of the soccer year. The new President shall then appoint a member of the Corporation to assume the office and duties of the Vice President for the remainder of the soccer year.
- Section 7. The term of office of the Board of Directors members will be for two years with no limit as to the number of consecutive terms allowed.
- Section 8. The Officers of the Corporation will be elected at the last Board of Directors meeting (the regularly held December meeting), at the end of the soccer year. All nominations for these positions must be presented to the Board of Directors at the previous Board of Directors meeting, the regularly held November meeting. All Board of Directors may nominate candidates. Only returning Board of Directors may cast a vote for President at the December meeting. Provided a quorum is present, a simple majority vote of the members present shall elect the new officers. At the first meeting of the soccer year, regularly held January meeting, a slate of recommended Board of Directors will be presented for confirmation.
- Section 9. Resolutions and decisions by a majority of the members present at any meeting will be binding upon all affiliated members of the corporation.
- Section 10. A two-thirds majority of the existing Board of Directors members shall constitute a quorum for transacting business at Board of Directors meeting.
- Section 11. Any member of the Board of Directors may make a motion during a Board of Directors meeting.
- Section 12. A simple majority vote is needed for any motion to pass or business to be conducted, providing there is a quorum present at the time of the vote.
- Section 13. The President shall be charged with overall administrative and executive functions of the Corporation. As Chief Executive Officer, the President will:
- a. be chairman of the Board of Directors,
 - b. preside at all general membership meetings,
 - c. assign duties to all officers as required,
 - d. appoint such additional committees as he or she deems necessary to carry out the functions of the Corporation, and
 - e. take prudent and reasonable action in cases not covered herein, and such authority is implicit in the office, and,
 - f. in the absence of the Treasurer, shall have full power to sign all checks on the Corporation bank account

Section 14. The Vice President will:

- a. assist the President in the performance of his duties,
- b. assume and exercise all the powers of the President in his absence, and
- c. supervise and coordinate the activities of the Directors of each division.

Section 15. The Secretary will:

- a. record the minutes of all meetings,
- b. attend to all correspondence, and
- c. keep the records of the Corporation

Section 16. The Treasurer will:

- a. collect all monies of the Corporation and keep a detailed account and expenditures thereof,
- b. pay all bills approved for expenditure by the Board of Directors,
- c. sign all checks on the Corporation bank account,
- d. submit a written report of financial condition at the annual Meeting, and a written report at all Board of Directors meetings and a written report at any meeting upon request for any member of the Corporation.

Section 17. The Player Personnel Registrar(s) shall:

- a. act as the official Corporate registrar,
- b. make sure all players have the proper documentation on file,
- c. keep a master list of all teams and coaches,
- d. keep the Corporation's official copy of all team rosters,
- e. along with the President, register Corporate teams in other playing leagues when necessary, obtain correct authority, and
- f. chair any committee he/she appoints, with Board approval.

Section 18. The Board of Directors shall:

- a. transact all business of the Corporation,
- b. establish any and all fees,
- c. have the power to settle all disputes and protests,
- d. have the power to form and dissolve any and all committees deemed necessary for the betterment of the Corporation,
- e. Coordinate the activities of the Corporation with the proper Recreation department, or other official bodies of the Town of Holden and the surrounding communities, and
- f. Coordinate the activities of the Corporation with the proper officials of affiliated soccer associations and organizations to set forth rules of play, and requirements for registration of players.

- Section 19. Decisions made by the Board of Directors of the Corporation may be appealed through the proper appeal channels. Appeal of last resort is the United States Soccer Federation.
- Section 20. Board of Directors meetings shall be regularly held once each month. Additional meetings may be called by the President whenever deemed necessary.
- Section 21. Parliamentary Procedure , as specified by Robert’s Rule of Order, shall govern all meetings of the Corporation. The President, Board of Directors Officer, or Committee Chairman presiding over the meeting shall be responsible for order.
- Section 22. The President will appoint the appropriate number of members of the Corporation to cast the vote(s) of the Corporation at the meetings of MassYouth.

ARTICLE IV

GENERAL MEMBERSHIP MEETING

- Section 1. The Annual General Meeting of the Corporation shall be held on the fourth Sunday of January of each year, and at a place and time to be designated by the President.
- Section 2. Additional general meetings may be held upon call from the President.

ARTICLE V

BOARD MEETINGS

- Section 1. Parliamentary Procedure, as specified in Robert’s Rules of Order, shall govern all board meetings of the Corporation. The President shall be responsible for order.
- Section 2. The order of business for the annual general membership meeting or board meetings shall be determined by the rules prepared by the Board of Directors. The order of business shall be as follows:
1. Sign-in & credential verification
 2. Call to order
 3. Introduction & welcome
 4. Action on minutes
 5. Unfinished Business
 6. Receiving communications
 7. Financial reports
 8. Reports of Directors
 9. Standing committee reports
 10. Ad Hoc committee reports
 11. Election of New Members
 12. New Business

13. Adjournment

Any questions as to priority of business shall be decided by the President without debate.

Section 3: The Corporation shall hold regular monthly meetings on the first Monday of each month at a place to be decided by the President.

Section 4: Special meetings may be called at any time at the request, in writing, of two members or by the President, provided all members shall be notified of such meeting, mailed at least ten (10) days in advance of the scheduled date.

Section 5: In the event that a Board Director is unable to attend a regular monthly meeting proxy vote will be allowed as long as the proxy designee is identified to the board 24 hours prior to the meeting. Emergency exceptions at the discretion of the President.

Section 6: In the event that a topic requires board approval in between regular meetings, and a special meeting is not able to be scheduled, at the discretion of the President an electronic vote can take place following the same quorum and majority rules as established in Article III, Sections 10 & 12.

Section 7: All board meetings are open to all members. Members are invited to come and discuss any matter they wish. To do this they shall ask to be put on the agenda and state what they wish to discuss. The Member will be notified as to the date of the board meeting it will be discussed.

Section 8: Any Director, presiding over a board meeting, may close to the general membership any portion of the meeting at that Director's discretion.

ARTICLE VI

FINANCING

This Corporation is a nonprofit Organization. All fees and funds will be used to promote the game of soccer for the betterment of the Corporation's players, coaches and members.

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation, and upon dissolution of this Organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or to the Federal Government or to state or local government for a public purpose, and none of the assets will be distributed to any member, officer or director of this club.

Section 1. The Board of Directors shall establish a seasonal registration fee based on programs offered that season.

Section 2. The Board of Directors shall establish a sponsor's fee. The Corporation will try to have a sponsor for each team. The fee will cover one year running concurrent

with our Soccer Year. The sponsor fees will be placed in the general fund and will be used by all the Corporation's teams. The sponsor's name will be put on all team jerseys, and the sponsor's name will be referred to each time the team's name appears in print.

- Section 3. As in most nonprofit Corporations, from time to time it becomes necessary to have money making projects. The Board of Directors has the right to enter into such projects. It is realized the inconvenience of such projects, but it is necessary that all members participate if the projects are to be successful. These projects are done to keep player fees as low as possible.
- Section 4. All expenditures and appropriations must be presented to the Board of Directors, who shall then approve or disapprove such expenditures or appropriations.

ARTICLE VII

PROTEST, APPEALS, ETC. WITH THE RULES & DISCIPLINARY COMMITTEE AND THE CORPORATION

- Section 1. All appeals or protests concerning matters directly under the jurisdiction of the corporation must be made in writing with the appropriate Board Officer within 48 hours from the time of the incident (excluding Sundays). All protests and appeals must be accompanied by the appropriate fee.
- Section 2. Fees shall be as follows:
- a. Regular season or playoff games \$10.00
 - b. Championship or Tournament games \$15.00
 - c. Appeals, complaints & other matters \$10.00
- Section 3. If the protest or appeal is upheld by the Rules and Disciplinary Committee or the Executive, the fee will be returned. If the protest or appeal is denied, the fee will be forfeited to the general treasury of the Corporation.
- Section 4. The Board of Directors shall have the right and authority to temporarily reprimand, suspend, bar completely, or otherwise discipline any player, coach, team manager, or assistants, sustaining and associate members, and/or any affiliated team or club for violations of the Corporation, MYSA, or USSF Constitutions, BY-LAWS, rules, or regulations until such time as a final ruling has been made on the protest or appeal.
- Section 5. A game may be protested only on:
- a. A referee's misapplying a law of the game. JUDGEMENT CALLS by the referee are not grounds to protest a game.
 - b. A team playing an ineligible player.
 - c. Suspended coach being present and coaching team
- Section 6. A game protest must be made in writing to the appropriate season director within 48 hours of the game. If judged valid of hearing, the season director will accept

the protest and fee, and forward them to the Rules and Disciplinary Chairman within 48 hours of their acceptance (excluding Sundays).

- Section 7. The Rules and Disciplinary Committee will meet to hear the protest within 5 business days after receiving a protest. All involved parties shall be notified by the Committee of the protest and hearing, and shall be requested to be present. All involved parties will also be notified if an extension beyond the 5 days is required.
- Section 8. Grievances shall be handled in the same manner as game protests, but must automatically be heard by the Rules and Disciplinary Committee.
- Section 9. The Rules and Disciplinary Committee, at its discretion, may, when requested, in writing to do so, waive the time limit for filing appeals but in no case shall grant an extension of more than seven (7) days.
- Section 10. Decisions of the Rules and Disciplinary Committee may be appealed to the Board of Directors of the Corporation. Procedure for filing shall be the same, with the President accepting the appeal. The Board of Directors has the authority to confirm or veto the decisions of the Rules and Disciplinary Committee.
- Section 11. Decisions of the Board may be appealed to the Massachusetts Youth Soccer Association, and finally the United States Soccer Federation under their respective appeal and protest policies and procedures.
- Section 12. Matters and games played under the jurisdiction of other associations must be made directly to the association under their respective appeal and protest policies and procedures.
- Section 13. In the manner of protests and appeals relating to the BY-LAWS, rules, and regulations of the Corporation, or disciplinary actions imposed, or to the results of competitions sanctioned by the Corporation, no player, coach, team manager, or club official shall engage the services of an attorney until all avenues of the protest and appeals procedure have been exhausted through the regular established channels of the organized soccer. The established channel for protests shall be as contained in the Massachusetts Youth Soccer Association BY-LAWS.

ARTICLE VIII

COMMITTEES

- Section 1. There shall be the following standing committees:
- a. Rules & Disciplinary Committee
 - b. Fund Raising Committee
 - c. Scholarship Committee
 - d. Seasonal Committees

ARTICLE IX

AMENDMENTS

Section 1. The BY-LAWS, and the rules and regulations of this Corporation may be amended by a two-thirds majority vote of the members present at any Board of Directors meeting provided there is a quorum present at the time of the vote.