

COLUMBIA YOUTH SOCCER CLUB BYLAWS

Part I – General

Bylaw 101 NAME

Section 1. This organization shall be known as Columbia Youth Soccer Club, a nonprofit corporation hereafter referred to as CYSC or the Club. The Club will maintain status as nonprofit organization under the laws of the United States, and shall maintain its tax-exempt status under the Internal Revenue Code.

Section 2. The Club shall engage in lawful activity, none of which is for profit, pursuant to Chapter 61 of the Oregon Revised Statutes and Section 501(C)3 of the Internal Revenue Code.

Bylaw 102 PURPOSE

Section 1. The purposes of CYSC shall be to promote, develop, and administer the game of soccer among youth (boys and girls under 19 years of age), residing within Boardman and surrounding areas, and to promote amateur soccer competition for these youth.

Section 2. CYSC will not discriminate against any individual on the basis of race, color, religion, age, sex, national origin, disability or sexual orientation.

Bylaw 103 BOUNDARIES AND TERRITORIES

Section 1. The territory of CYSC shall be the city of Boardman and the outlying communities and counties, but membership is not limited to within those boundaries.

Bylaw 104 MEMBERSHIPS IN OTHER ORGANIZATIONS

CYSC shall be an affiliate of, and comply with the Bylaws and Policies of Oregon Youth Soccer Association (OYSA), U. S. Youth Soccer (USYSA) and U. S. Soccer Federation (USSF).

Bylaw 105. Authority

The governing authority of this Club shall be vested in an elected body known as the Board of Directors (Board), which shall exercise the right of decision on all matters pertaining to Club affairs.

Bylaw 106. Fiscal and Seasonal Soccer Year

Section 1. The Club's financial year shall be from July 1 to June 30.

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

Bylaw 106. DISSOLUTION

In the event that CYSC dissolves or becomes defunct, all assets remaining after payment of all debts and obligations shall be distributed to the nearest OYSA member club that has established tax exempt status under Section 501(c) (3) of the United States Internal Revenue Code.

Part II – Membership

Bylaw 201 MEMBERSHIP AND PARTICIPATION

Section 1. Membership and participation in CYSC shall be open to any youth soccer players, coaches, trainers, managers, administrators and volunteers not currently suspended 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; including parents of any youth acting in the capacity of any of the above.

Section 2. Participating players and coaches shall register as members through CYSC and shall be subject to CYSC's bylaws and policies as well as the OYSA's bylaws and policies.

Section 3. Every player, coach, assistant coach, team manager, programs administer, club officer, including all board members and club employees, must be registered with a CYSC and OYSA.

Section 4. Annual participation dues for players, coaches, team managers and other members are due and payable to OYSA by CYSC, unless otherwise provided for by the Board of Directors.

Section 5. Disclosure Statements must be submitted to OYSA for all coaches, team and club trainers, team managers, program administrators, club officers including all board members and club employees.

Bylaw 202 Membership Categories

Section 1. Adult Members - Registered adult members are coaches, trainers, managers and administrators who work on behalf of the Club, or individuals selected to serve in other elected or appointed capacities within the club. Acceptance of Adult Members by the Club shall be subject to approval of the application and verification 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.

Section 2. Participant Members - Are registered players under the age of 19 and do not have voting privileges on matters pertaining to Club affairs. They shall submit an application to the Registrar in the format prescribed by the Club. An annual fee established by the Club, 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. Parent Members - Are the parents or legal guardians of the Participant Members.

Section 4. 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 other board members.
- b. Parent Members are limited to 2 voting persons per family, who have signed in prior to voting at the meeting clearly indicating the Participant Members they represent.
- c. Each voting person is limited to one vote, regardless of the number of offices that person may hold.

Part III – Organization

Bylaw 301 BOARD OF DIRECTORS: RESPONSIBILITIES AND AUTHORITIES

Section 1. The Board of Directors shall consist of seven to 13 (7-13) members and any number of appointed coordinators as deemed necessary.

Section 2. The Board of Directors shall be responsible for and have the authority for the following

- a. Enforcing and interpreting CYSC’s bylaws and policies
- b. Establishing and amending CYSC’s Policies in accordance with bylaws 801
- c. Establishing policies for specific cases or occasions not provided for in the bylaws and policies but deemed necessary to carry out the objectives of CYSC
- d. Establishing CYSC’s financial policies and approving CYSC financial affairs within the context of the annual budget
- e. Approve all dues, fees and fines

Section 3. All actions and decisions of the Board of Directors are subject to review and change by the general membership at an AGM.

Bylaw 302 BOARD OF DIRECTORS OFFICERS

Section 1. The Board of Directors shall be comprised of the following: President, Vice-President, Treasurer, Secretary, Registrar, Field Coordinator, Head Coach and Members at Large. Additional Board positions can be added or subtracted as deemed necessary by the board, and as long as the minimum number of 5 positions is not reduced.

Part IV - Officers and Directors

Bylaw 401 OFFICERS: RESPONSIBILITIES AND AUTHORITIES

Section 1. The President

The President shall preside at and conduct all meetings of the Board of Directors and the general membership. The President shall act on behalf of any vacant officer's position, except voting. The President shall appoint, subject to the approval of the Board of Directors individuals to fill temporary vacancies on the board. The President shall represent CYSC at all meetings of its members, which tasks the President may delegate.

Section 2. Vice President

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

Section 3. The Treasurer

The Treasurer shall be in charge of the financial affairs and activities of CYSC, shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by CYSC, all assets owned or controlled by CYSC and all debts owed by CYSC, disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the AGM, prepare and submit any and all papers required to meet government (local, state and federal) laws and regulations, including those related to CYSC's Articles of Incorporation and tax exempt status. They shall maintain checking account(s) with signature authority vested in no fewer than three (3) of the Club officers with dual signatures required on any checks. In the absence of the Vice President, the Treasurer shall preside at and conduct meetings of the Board of Directors and general membership, and shall perform other duties as prescribed by the Board of Directors.

Section 4. The Secretary

The Secretary shall keep and publish an accurate record of all meetings, maintain the files of CYSC and be responsible for the preparation of the annual report. In the absence of both the President, Vice President, and Treasurer, the Secretary shall preside at and conduct meetings of the Board of Directors and general membership, and shall perform other duties as prescribed by the Board of Directors.

Section 5. The Registrar

The Registrar shall obtain and keep accurate records of each player, coach, assistant coach, team manager, programs administrator, and club officer. They shall register above mentioned in accordance with CYSC and OYSA policy. The Board may appoint assistant registrars to assist the Registrar with his/her duties.

Section 6. The Field Coordinator

The Field Coordinator shall schedule the use of fields and schedule games in a manner consistent with CYSC procedures.

Section 7. The Head Coach

The Head Coach shall coordinate the recruitment and appointment of coaches and communicate with and train volunteer coaches in their responsibilities.

Section 8. The Member at Large

The member at large may attend meetings to offer support and opinions. They can vote and must be appointed to any number of assistant, coordinator, or committee positions at the time of election.

Bylaw 402 ELECTION AND TENURE OF OFFICERS

Section 1. The Officers and all Directors shall be elected to by a majority vote of voting members represented and voting at an AGM.

Section 2. All Officers and Directors shall have their primary residence in CYSC's area.

Section 3. Vacancies on the Board of Directors arising from the removal, resignation or departure of an incumbent shall require the President to appoint (subject to Board of Directors approval) a Director within 60 days of said vacancy. Within this period, once a candidate is named, the President and Board of Directors shall act on candidate within 14 days. The appointed officer or director shall serve the remainder of the term of office. Terms of 240 consecutive days or more shall be counted as a full term.

Section 4. An Officer may be suspended or removed from office for failure to meet the responsibilities as described in Bylaw 401 or related policies, or for otherwise acting in a manner detrimental to the interest of CYSC. Absence from two (2) consecutive regularly scheduled Board of Director's meetings without prior notification to the President or Executive Director shall be cause for removal from the board. Such suspension or removal shall be by a three-fourths majority vote of the Board of Directors. Such vote shall be in an open hearing with at least 30 days notification to all officers and directors.

Section 5. One individual shall not hold more than one position as officer or director at the same time.

Bylaw 501 ANNUAL MEETING

Section 1. CYSC's membership shall meet at least once each year and may meet at other times as directed by the Board of Directors or upon petition by at least one-third of eligible voting members.

Section 2. The Annual General Meeting (AGM) of CYSC shall be held no later than May 31. Notification to all members shall be made at least 30 days prior to an AGM and shall include an agenda.

Section 3. The order of business at an AGM shall be set by the Board of Directors.

Section 4. Each member shall be entitled to one vote. Voting by proxy shall not be allowed and only members in good standing shall be entitled to voting privileges. No person shall represent more than one voting entity.

Section 5. A quorum for action at an AGM shall be composed 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.

Section 6. Actions and policies adopted by the Board of Directors shall be reported to the membership at the AGM immediately following the adoption.

Bylaw 502 BOARD OF DIRECTORS: MEETINGS

Section 1. Except as otherwise provided for in these Bylaws, a quorum for the Board of Directors meetings shall consist of five (5) members.

Section 2. Except as otherwise provided for in these Bylaws, a majority of eligible votes cast shall decide an issue.

Section 3. The Board of Directors shall establish a meeting during each quarter.

Section 4. The order of business for a meeting shall be set by the President, in consultation with the Board.

Section 5. Special meetings of the Board of Directors may be called whenever the President deems it necessary or is instructed to call a meeting by any three (3) members of the Board of Directors. Notice of such meeting shall be 24 hours prior to announced meeting, by phone or e-mail.

Part VI - Financial

Bylaw 601. Budget

Section 1. The Board shall establish a budget for each year within the first two months of the new fiscal year.

Section 2. The Board shall cause an annual review of financial statements by an independent source.

Section 3. The Board shall cause tax reports be prepared and submitted to the IRS annually by November 15th per IRS rules for non-profit and tax exempt organizations.

Section 4. The Treasurer shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed.

Bylaw 602 FINANCIAL RESPONSIBILITY

Section 1. CYSC shall neither assume nor be liable for debts and/or financial responsibilities, either implied or incurred, of any player, coach, manager, team assistant, referee, administrator, or other official from any member team.

Section 2. Directors, officers, and other officials shall be indemnified by CYSC against all reasonable costs, expenses, and liabilities incurred by or imposed upon them in connection with or resulting from any claim, action, suit, proceeding, investigation, or inquiry of whatever nature in which they may be involved as a party or otherwise by reason of their being or having been directors, officers, or other officials of CYSC. This shall be true whether or not they continue to be such directors, officers, or other officials of CYSC at the time of the incurring or imposition of such costs, expenses, or liabilities, except in relation to matters to which they shall be finally adjudged in such action, suit, proceeding, investigation, or inquiry to be liable for willful misconduct or willful neglect toward CYSC in the performance of their duties as such directors, officers, or other officials. As to whether or not directors, officers, or other officials were liable by reason of willful misconduct or willful neglect toward CYSC in the performance of their duties as such directors, officers, District Directors or other officials, in the absence of such final adjudication of the existence of such liability, the Board of Directors and each director may conclusively rely upon an opinion of legal counsel, such opinion to be preceded by an open hearing held in accordance with principles of due process, selected by or in the manner designated by the Board of Directors. The foregoing right to indemnification shall be in addition to and not in limitation of all other rights to which such person may be entitled as a matter of law and shall insure to the benefit of the legal representation of such person.

Part VII – Grievance, Protest, and Appeals

Bylaw 701. Grievance, Protest, and Appeals

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

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

Section 3. Oregon Youth Soccer Policies and Procedures shall be adhered to.

Bylaw 702. Hearing Procedures

Section 1. Hearings shall begin within 20 days of receiving a formal written notice of the grievance, protest, or appeal. The hearing date and time shall be publicized to all parties involved, and all parties shall have a chance to be heard.

Section 2. Hearings shall be conducted by an impartial group of 3-5 fact finders.

Section 3. Persons involved in the incident shall be provided ample opportunity to be heard, to present witnesses and confront witnesses through written and oral testimony.

Section 4. All rules will be fairly and evenly applied.

Section 5. A written finding shall be issued to all parties within 45 days of receiving the initial notice, or within 15 days of completing the formal hearing process, whichever is first.

Section 6. Hearing results shall be sent via registered mail with a return receipt requested to the primary parties involved.

Bylaw 703. Hearing Procedures - Concerning matters of Player Eligibility at a Tournament

Section 1. Where the matter involves a dispute regarding eligibility to participate or where continuing to participate in play during a tournament, hearing the dispute and reaching an resolution in a timely matter is critical. The intent is to reach a solution before any restriction in play would result.

Section 2. The Club President or Tournament or event Director shall conduct a review and reach a decision prior to the next scheduled match.

Section 3. The review director may request the advice of others who have no affiliation with the outcome of the decision to participate.

Section 4. Laws of the Game, Tournament Rules, or other rules that apply shall be used in making a determination on the eligibility of the player(s) to participate in the competition.

Section 5. The decision of the review director shall be final and shall be verified in writing and retained in the club records.

Bylaw 704. Appeals Process

Section 1. Appeals of hearing results must be submitted within 14 days of receiving results of the hearing. Appeals of club findings shall be made to Oregon Youth Soccer per Oregon Youth Soccer Bylaws and Policies.

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.

Bylaw 704 EXHAUSTION OF REMEDIES

Section 1. No member or participant of CYSC, be it an official, league, member club, team, player, coach, administrator, or referee may invoke the aid of the courts in the United States or of a state without first exhausting all available remedies within CYSC and organizations of which CYSC is a member.

Section 2. For violation of this bylaw, the offending party shall be subject to suspension and fines, and shall be liable to CYSC for all expenses incurred by CYSC and its officers and members of the Board of Directors in defending each court action, including the following:

- a. Court costs
- b. Attorney's Fees
- c. Reasonable compensation for time spent by CYSC officials and employees in responding to and defending against allegations in the action, including responses to discovery and court appearances
- d. Travel expenses
- e. Expenses for holding special CYSC meetings necessitated by court action

Part VIII – Amendments

Bylaw 801 AMENDMENTS

Section 1. Amendments to CYSC's bylaws shall be made at an AGM.

Section 2. Amendments to CYSC's bylaws take effect at the adjournment of the AGM, unless otherwise stated in the motion for adoption.

Section 3. CYSC's policies may be amended or repealed by the Board of Directors or at an AGM.

Section 4. Any eligible voting member, any director or an officer may propose amendments to CYSC's bylaws for presentation and consideration at an AGM.

Section 5. Any member, any director or an officer may propose and submit new policies or amendments to policies to the Board of Directors or at an AGM.

Bylaw 802. Provisional 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 at the next General Membership Meeting.

Bylaw 703. 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. Any case in which these Bylaws are in conflict or become in conflict with the Oregon Youth Soccer Association Bylaws, the Bylaws of Oregon Youth Soccer Association shall take precedence and the Club bylaws shall be amended at the next General Membership Meeting to eliminate the cause of the conflict.