

Coronado Youth Soccer, Inc.

By-Laws

Article I Name

The name of this organization shall be Coronado Youth Soccer, Inc.

Article II Purpose

The purpose of this league shall be to promote the development of youth soccer players to their greatest potential. Coronado Youth Soccer, Inc. is a nonprofit, public educational soccer organization for youth under nineteen (19) years of age.

Article III Authority and Affiliations

Section I. Coronado Youth Soccer, Inc shall be governed by a Board of Directors.

Section II. The league through its membership in gaming leagues, operates as an affiliated unit of California Youth Soccer Association- South (CYSA-S) under the auspices of the rules Established by CYSA-S, and its parent organizations, the United States Youth Soccer (USYSA), and the Federation Internationale de Futbol Association (FIFA). In Addition, Select competitive teams are subject to the rules and regulations of the Leagues in which they may participate.

Section III. All powers not expressly delegated to the State Association by its Constitution and Bylaws are reserved to the league.

Article IV Membership

Section I. Membership in the League shall be open to:

1. All currently registered players and their parents/legal guardians.
2. All currently designated coaches.
3. All Board members.
4. Any other persons as may be designated by the Board.

Section 2. The membership shall vote at the Annual General Meeting on those matters presented to it by the Board of Directors or as specifically provided by these Bylaws.

Section 3. Voting at the General Meeting is limited to one vote per member whose age is greater than eighteen (18) years of age. Voting is done in person or any voting medium to ensure those board members unable to attend the General Meeting could register to vote.

Section 4. A Bylaw can be changed at Annual Meeting or during a regular monthly board meeting

with 75% majority vote by the board members.

Section 5. The order of business at each Coronado Youth Soccer, Inc. annual meeting shall be as Follows:

1. Call to Order
2. Reading of Minutes of previous Board Meeting
3. Acceptance or amendment of previous Board Meeting minutes
4. Treasurer's Report
5. Board Members' Report
6. Unfinished Business
7. Election
8. New Business
9. For the 'Good of the Game'
10. Adjournment

Article V Board of Directors

Section 1. The affairs of the league shall be managed by the Board of Directors consisting of Elected and appointed directors. Subject to limitations by these Bylaws, the Board shall have the responsibility and authority to:

1. Conduct, manage, and control the affairs of the League including employment of all Independent Contractors.
2. Monitor and approve the collection and disbursements of funds.
3. Determine League policies, procedures, and rules.
4. Review and approve all contracts, leases, promissory notes, and other written Investments.
5. Resolve issues and disputes, authorizing any disciplinary actions.
6. Appoint committees as may be necessary from time to time consisting of such numbers of directors or members with such powers as it may designate consistent with these bylaws.
7. Exercise all other powers granted by the Board by these Bylaws or the laws of the State of California.

Section 2. The elected membership of the Board shall consist of fifteen (15) members with voting rights as described in Article V. Fourteen positions are voted on by the membership, the final position, Director of Coaching, is a position appointed by Board of Directors.

1. President
2. Vice-president
3. Secretary
4. Treasurer
5. Director of Select
6. Director of Coaching
7. 7-14 Directors

Section 3. The term of office of the elected members of the Board is two (2) years, commencing the December after the Annual General Meeting held in November.

Section 4. The President may nominate individuals as necessary for non-voting positions that report to the Board. These positions may include coordinators, committee chairpersons that are needed to effectively run the organization. Positions may be filled by voting Board members though being on the Board is not necessary. A partial list of appointments include:

- Age group coordinators in the recreational and competitive programs
- Assistant registrar
- Field coordinator
- Tournament directors
- Equipment coordinator
- Website coordinator
- Snack bar coordinator
- Head manager

Section 5. In the case a vacancy exists on the Board, the position may be filled prior to the next Annual General Meeting. A person may be nominated for the open position by a Board Member. A majority vote by the Board is needed before an individual may fulfill the open position's term.

Section 6. Any Board member may resign at any time by giving written notice to the President. Such resignations shall take effect immediately or if resigning Board member and Board mutually agrees to a future date. Additionally, a Board member may be removed from their position with or without cause at a regularly scheduled Board meeting. In order to be removed, a majority of the Board must vote for the removal.

Section 7. In the event that the President's position is vacated, the Vice-President will succeed to this position. In the event of additional vacancies, the order of succession shall be Director of Select, Secretary, and Treasurer, than any other Director in order of seniority.

#### Article VI Responsibilities of Elected Board Members

Section 1. President- The president shall be the Leagues chief executive officer. This individual is subject to the control of the entire Board who shall supervise elected, appointed, and administrative staff, shall preside at all meetings of the membership and Board of Directors. They are an ex-officio member of all standing committees, is the representative to the leagues in which its teams participate and the CYSA-South. The President shall sign all contracts, agreements, leases, and/or other legal documents. The President votes only to break a tie or in the case of need to meet a quorum at Board and/or General Membership meetings. The president is selected by the Board at the first meeting of the year immediately following the Annual General Meeting. During the

course of performing duties of the office, a president may be removed from the position by a majority of the entire Board of Directors.

Section 2. Vice-President (VP) - The VP is selected by the Board of Directors and in the absence of the President assumes the responsibilities of the position. The VP will act as the chief operating officer, interacting with all committees and staff.

Section 3. Treasurer- The treasurer is responsible for working with the CYSL bookkeeper regarding handling all funds to the league and financial accounts which include assets and promissory notes. The Treasurer shall provide the Board with updates on the financial status of the organization and will work with CYSL bookkeeper and other CYSL Board members and staff regarding CYSL financial matters including submissions of tax forms to appropriate agencies. The Treasurer may have other powers as prescribed in the bylaws and/or through direction of the Board.

Section 4. Director of Coaching (DOC) - The DOC is appointed by the Board of Directors. The responsibility of this position include being named a member of the Board of Directors and the supervision of all coaches in the Competitive Program, assessment of the player advancement, and support the Recreational program as requested. The DOC as a member of the Board shall participate in all activities except they will not participate in votes that impact their compensation or duties.

Section 5. Secretary- The secretary takes minutes at each monthly Board meeting and Annual General meeting. The minutes are then written and either emailed or handed to board members before or at the next monthly board meeting.

Section 6. Board Members= The members of the Board other than positions noted above in Article VI. Section 5, are elected by the membership at the Annual General Meeting. The members report to the President and VP, voting on all league matters as outlined in Article V, Section 1. They are responsible for voting to fill the positions listed in Article VI, Sections 1-4. The Board members are expected to attend all meetings of the Board to assure organizational decisions are consistent with the goals stated in Article II.

#### Article VII Nominations and Elections

Section 1. Prior to the Annual General Meeting the President shall appoint a Nominating Committee of up to 5 members, three being members of the Board whose terms extend beyond the next election. The committee will consist of a Chairperson and 4 other members who ideally are representative of the entire membership: recreational and competitive soccer, younger and older, boys and girls.

Section 2. The Nominating committee shall solicit candidates that like their committee will attempt to represent the leagues membership. Prior to October 30 the committee will submit names of qualified individuals that have agreed to stand for election to the Board.

Section 3. Any member of the League may submit the names of candidates through the monthly Board meeting by the October meeting to be recorded in the minutes. Nominations may

also be made at the Annual General Membership meeting. Nominations made at the meeting must include the presence of the nominee at the meeting unless previously approved absence of this nominee(s) has been made by a majority vote by the Board.

Section 4. The Board shall submit the time and location of the Annual Meeting at least 10 days in advance. This notice will be posted on the CYSL website along with Twitter/Facebook to inform the adult members of the club. The meeting will be held prior to November 20<sup>th</sup> of each calendar year.

Section 5. All voting shall follow Article IV, Section 3. The Directors shall be elected by a simple majority. The vote shall be tallied by the Chairperson of the Nominating Committee. In the absence of the Chairperson, the attending Board members may appoint a committee person to perform this task.

Section 6. Once the Board of Directors have been chosen, the Annual General Meeting is adjourned. The newly constituted Board will then convene in executive session to fill the offices named in Article 6, Sections 1-3 and Section 5. At minimum the President must be selected and other positions can be filled at next monthly Board meeting.

#### Article VIII Meetings

Section 1. There shall be at least one General Meeting of the membership held annually. The elections of the Board shall be held in as outlined in Article VII in the month of November on or before the 20<sup>th</sup>.

Section 2. The time, date, and location of the monthly Board of Directors meetings will be available to the membership. A quorum at the Board Meeting shall consist of a majority of the Board and in the case of an excused absence, a quorum shall mean the majority of remaining members. The order of business shall follow Article IV, Section 5. Board members with prior approval from the President and/or VP may present guest speakers to present ideas, input, or products to the Board on behalf of Coronado Youth Soccer, Inc.

Section 3. All meetings of the Board shall be open to all members, but members other than those selected to the Board positions may not participate in any discussion or deliberation unless authorized by a majority of the attending Board Members. Members shall be able to express themselves during a period of time set aside for 'Good of the Game'.

Section 4. The Board may, with the approval of the majority of the Board, adjourn a meeting to enter executive session. Executive session may be used to discuss and vote on subjects requiring confidentiality such as personal matters, litigation, or business of a similar nature. The nature of any business to be considered in Executive Session shall be first announced in open session.

Section 5. The procedures and debate shall be in accordance with the rules of parliamentary law commonly known as "Robert's Rules of Order" in all cases in which they are applicable and otherwise not in conflict with these bylaws.

#### Article IX Amendments

Section 1. These Bylaws can be amended by a two-thirds vote of the membership present at the Annual General Meeting or during a regularly scheduled monthly Board meeting with 75% vote by the Board.

Article X Limitations

Section 1. The League shall collect monies necessary to administer the youth soccer program. The League shall operate on a non-profit basis, however reserve funds may be carried over for contingencies, for working capital, and if designated by the Board for future capital expenses. Reserves funds are to be maintained in an account held in the name of the League in depositories designated by the Board. The Board shall annually establish policies on the appropriate safeguards for withdrawal or disbursements of funds. Upon any dissolution of the League, all goods and monies shall be turned over to the current membership, or to another non-profit organization that is involved with the youth of Coronado. The decision as to which way monies are to be disbursed will be determined by a majority decision of the Board at the time of dissolution.

Section 2. The fiscal year of the organization is April 1 to March 31.

Section 3. The President and/or VP, the Recreational Director, Select Coordinator, and Tournament Directors shall submit an annual budget for their respective programs. The budgets will include a schedule of annual registration fees. The budgets are to be submitted to the President prior to any registration. Acceptance of these budgets shall require a majority vote of the Board.

Section 4. The Treasurer shall assist the CYSL Bookkeeper as needed to prepare annual financial report of the organization, which shall be maintained with other permanent records of the League.

Section 5. The Treasurer may be bonded in a manner acceptable to the Board, subject to cost limitations.

Section 6. The Board by a majority vote may authorize an officer(s) or agent(s) to enter any contracts or execute any instrument in the name of the League. Such authority may be general or confined to specific examples. Unless so authorized by the Board, no officer, agent, or employee shall have any power or authority to bind the league by any contract, engagement, or to incur indebtedness or to render it liable for any purpose or any amount.

Article XI Rules and Regulations

Section 1. Rules of Play- CYS Inc shall be governed by FIFA Rules and Guidelines, USYSA Rules and Guidelines, CYSA-S Rules and Regulations, and the Rules and Guidelines of any leagues that teams participate in. Recreational programs may make minor changes to CYSA-S rules to enhance the educational aspect of the game. These changes may include: field dimensions, goal dimensions, Quarters vs Halves, number of players per side during play, and free substitutions. These will be for inter-league play only.

- Section 2. Colors- The representative colors of the CYS Inc. soccer league shall be Forest Green, White, and Gold.
- Section 3. Age Limits/Divisions- Age limits will be prescribed by CYSA-S. The recreational program may make some changes such as combining divisions if it is felt to enhance the educational and or soccer experience.
- Section 4. Team Size- Team sizes are determined by CYSA-S for the competitive programs. The Recreational teams shall determine team size based on field dimensions and/or to optimize the soccer experience.
- Section 5. Protests and Appeals- Protest and Appeal procedures shall be in accordance with CYSA-S guidelines. These guidelines are available in the published CYSA-S Manual of Operations.
- Section 6. Game Length- Game length shall be determined by CYSA-S rules, except that the recreation program may choose to have the game broken into quarters. Exceptions to these rules will be made by Recreation Director with the changes made to enhance the educational experience and/or safety reasons, i.e. extreme heat.