



**AMENDED AND RESTATED BY-LAWS
OF
SKY RIVER SOCCER CLUB
EFFECTIVE AS OF JANUARY 1, 2010**

ARTICLE I - NAME AND AUTHORITY

This organization shall be known as the Sky River Soccer Club (hereinafter called the Club). The Club shall be affiliated with the North County Youth Soccer Association, the Washington State Youth Soccer Association, the Washington State Soccer Association and the United States Soccer Federation (hereinafter called NCYSA, WSYSA, WSSA, and USSF, respectfully). The address of the Club shall be as determined and authorized by the Club's Board of Directors (hereinafter called the Board) that of the President of the Club. The authority and legality for the existence of the Club is vested in these Bylaws. The Club shall operate in accordance with the Bylaws. The Club shall adopt the rules and laws of the game of NCYSA and WSYSA, except as specifically noted in the Bylaws. The Club's meetings shall be conducted in accordance with "Robert's Rules of Order for Parliamentary Procedures."

ARTICLE II - PURPOSE

The purpose of the Club shall be to promote, develop, govern, and represent the game of amateur soccer under the jurisdiction of the Club. The Club shall be a non-profit organization. As an affiliate of the NCYSA, WSYSA, WSSA, and USSF the Club shall act in the best interest and principles of those organizations.

ARTICLE III - BOUNDARIES

The boundaries of the Club shall coincide with the Monroe and Sultan School Districts.

ARTICLE IV - MEMBERSHIP

SECTION 1. Every person interested in the sport of soccer, and in the promotion of related soccer activities within the Club's boundaries, and abiding by these Bylaws shall be eligible for membership in the Club.

SECTION 2. Members of the Club include players, parents and legal guardians of players, elected officers and committee members, coaches, assistant coaches, referees and designated volunteers.

ARTICLE V - MEETINGS

SECTION 1. All meetings of the Club shall be held at such a place as shall be determined by the Board. Normal meetings shall be the second Monday of each month unless otherwise announced.

SECTION 2. If the day fixed for the meeting shall be a legal holiday, such meeting shall be held on the Monday following such holiday.

SECTION 3. All meetings shall start at the hour of 7:00 P.M., or at an alternative time as determined by the Board.

SECTION 4. The Annual General Meeting (AGM) of all members of the Club shall be held the second Monday of January at 7:00 P.M. for the primary purpose of electing the Club's Officers and to conduct such business as may come up. Elected Officers are considered the Board.

SECTION 5. The Board shall have discretionary power to call and hold other meetings as they may desire or as the affairs of the Club may require from time to time. The time and place of such meetings shall be determined by the Board.

SECTION 6. Special meetings of the Board may be called by or at the request of the President or any three members of the Board. The person or persons authorized to call special meetings of the Board may fix any place, within the jurisdiction of the Club, as the place for holding any special meeting of the Board called by them.

SECTION 7. Notice of time and place of general (and AGM) meetings shall be given not less than ten days prior to and not more than thirty days prior to such meetings. In the event of a special meeting, notice shall be given not less than 72 hours prior to such meeting. Notice of any meeting shall be given either in person or in writing. If the notice is sent by mail, it will be deemed delivered at the time it is deposited in the United States Post Office, addressed to the board member at his or her address as it appears on the records of the Club. If the notice is sent by email, it will be deemed delivered at the time the email is sent, addressed to the board member at his or her email address as it appears in the records of the Club.

SECTION 8. A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a majority of the Board is present at the meeting, no business can be lawfully conducted, and a majority of the Board present may adjourn the meeting without further notice. Any action required by law or these Bylaws to be taken at a meeting of the Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Board entitled to vote with respect to such matter as presented. A 60% majority affirming such action shall be necessary to pass the act and each member of the Board must sign the petition to validate the action.

ARTICLE VI - VOTING

SECTION 1. Club Members eligible to vote on the Club's issues shall be:

- a. Elected officers
- b. Committee chairs
- c. One coach and one team representative per team recognized by Washington State Youth Soccer Association during the playing year. If coaching more than one team, each team that the coach is assigned to will have 2 votes. Subsequent teams would be parent representatives in good standing.

Any by-law or policy and procedure issue to be voted upon must be presented for discussion at least one (1) board meeting prior to its vote.

SECTION 2. Members in good standing shall be those persons who are not in financial error or

under disciplinary sanction.

ARTICLE VII - OFFICERS

SECTION 1. Number. The officers of the Club shall consist of a President, Executive Vice President, Vice President of Development, Vice President of Referees, Vice President of Equipment, Vice President of Field Operations, Secretary, Treasurer, and Registrar.

SECTION 2. Term of Office. The term of the officers shall be two-year terms. The President, Vice President of Development, Vice President of Equipment, and Secretary shall be voted on in even years. The Executive Vice President, Vice President of Referees, Vice President of Field Operations, Treasurer, and Registrar shall be voted on in odd years.

SECTION 3. Officer's Duties. The officers shall be responsible for the following:

PRESIDENT -

Shall preside over all activities of the Club.

May delegate duties to other members of the Board.

Shall have the power to appoint special committees and assistants as may be required.

Shall be the official spokesperson for the Club and have authorization to sign legal/binding and non-legal-/non-binding documents on behalf of the Club following the Board's review of said documents.

e. Shall fill vacated offices of the Boards subject to membership approval.

EXECUTIVE VICE PRESIDENT -

Shall perform all duties as assigned by the President and shall assume the duties of the President in the President's absence.

Shall be, at the discretion of the President, the Club's representative to NCYSA meetings.

VICE PRESIDENT OF DEVELOPMENT -

a. Shall be in charge of player development of the Club.

b. Shall be in charge of coach's development of the Club.

c. Will work with NCYSA Vice President of Development in announcing local clinics.

d. Shall preside over the development of the Select program, including Select players and coaches.

VICE PRESIDENT OF REFEREES -

a. Shall represent the Club at all meetings concerned with the development of referees.

b. Shall assign, or appoint a scheduler who shall assign a referee to cover all soccer games under the jurisdiction of the Club.

c. Shall be responsible for recruitment and training of referees.

d. Shall head in the absent of a committee chair person the Disciplinary Committee.

Shall be or appoint a representative to NCYSA Disciplinary Committee.

VICE PRESIDENT OF EQUIPMENT -

- a. Shall be responsible for procuring player equipment and uniforms.
- b. Shall be responsible for distributing and collecting uniforms and equipment for teams at the beginning and end of the soccer seasons.
- c. Shall be responsible for maintaining an inventory of player equipment and uniforms.

VICE PRESIDENT OF FIELD OPERATIONS -

- a. Shall be responsible for the maintenance and operation of the soccer fields. This includes upkeep and repair of field maintenance equipment; fertilizing, aerating, and mowing; layout of soccer fields; and preparing fields for game play.
- b. Shall be responsible for developing the field maintenance and improvement budgets and plans.
- c. Shall be responsible for arranging sanitation and garbage collection.
- d. May delegate field operation duties to other members of the Club.

SECRETARY -

- e. Shall be responsible for the administration of the Club and shall maintain comprehensive and complete minutes of all meetings.
- f. Shall be responsible for the general correspondence of the Club, the preparation and maintenance of all summaries of minutes in other actions of the Board, and all other matters of record of the Club.
- g. Shall be responsible for keeping a log of the incoming communications and actions pending or taken in the form of a reply.
- h. Shall call all Board and membership meetings. The Secretary is responsible for the securing appropriate facilities for the meetings and shall provide an agenda stating the order of business for the meeting. The Secretary is responsible for the preparation and mailing of all notice required by these Bylaws.
- i. Shall be the custodian of the minute books and other records of the Club except such records as are specifically assigned to others, as the Treasurer's books. The Secretary will also keep one book in which the Bylaws should all be written, leaving every other page blank; and whenever amendment is made to any of them, in addition to being recorded in the minutes, it should be immediately entered on the page opposite to the item amended with a reference, in red ink to the date and page of the minutes where it is recorded.
- f. Should have at each of the Club's meetings, a list of all committees as are in existence at the time. In keeping records of proceedings, it is only necessary to state what was done and not what was said; never criticisms favorable or otherwise on anything said or done. In keeping the minutes, generally only the name of the member introducing the motion is recorded, but not

the seconded.

- a. Shall maintain an attendance log at all meetings.

TREASURER -

- a. Shall administer the funds of the Club as authorized by the Bylaws. Administration of funds shall include collection, disbursement and accounting. Accounting shall be accomplished through the maintenance of appropriate ledgers and the practice of sound accounting procedures.
- b. Shall present a summary of accounts of all the Club's funds on the request of the President within seventy-two hours after notification. The Treasurer shall present a summary of accounts of the Club at each regular meeting and a full financial report shall be prepared for the AGM, with a copy to be forwarded to NCYSA treasurer.
- c. Funds of the Club shall be maintained in a bank approved by the Board. All disbursements shall be by check and all checks require two signatures. The President, Executive Vice-President, Secretary, and Treasurer shall be authorized signers. The Treasurer shall deposit all collected receipts promptly into the bank of the Club's account. Shall prepare a proposed budget for the coming year.

Vice President of Registration

- a. Shall keep accurate records of all coaches, players, and referees of the Club.
- b. Shall assign, appoint, or preside over all new players' registrations and certify for the Club as to player's ages and legal qualifications.
- c. Shall make every effort to give all registered players a place to play under the provisions set forth in the Washington State Registration Guidelines.
- d. Shall give ample notice of registration timelines to coaches, previous players, and the community.
- e. Shall submit the Club's current team rosters to the NCYSA registrar by specified deadlines.

ARTICLE VIII - COMMITTEES

SECTION 1. Standing Committees. The Club shall have the following standing committees appointed by the President.

- a. **Ways and Means Committee.** Shall be responsible for the fund raiser for the Club and shall be under the supervision of the Treasurer.
- b. **Disciplinary Committee.** Committee shall be responsible for scheduling all disciplinary action and for hearing all complaints involving the Club. Shall be under the supervision of the Vice President.
- c. **Coaches Committee.** Committee shall be responsible for coach selection for the Club. Shall be under the supervision of the Vice President of Development.

- d. **Publicity Committee.** Shall be responsible for the Club's publicity and work as a liaison with local community. Shall be under the supervision of the Secretary.
- e. **Picture Committee.** Committee shall be responsible for procuring a contractor and coordinating team/player picture schedule. Shall be liaison with contractor and the Club with regard to distribution of pictures and any problems that may arise. Shall be under supervision of the Secretary.
- f. **Select Committee.** Shall be responsible for organizing and promoting a select program. Shall be under the supervision of the Vice President of Development.
- g. **Tournament Committee.** Shall be responsible for organizing, promoting, and running soccer tournaments sponsored by the Club. Shall be under the supervision of the President.
- h. **Fees/Scholarship Committee.** Shall review all requests for reduced youth player fees and/or scholarships and to determine the appropriate fee, if any. The committee shall be comprised of the Registrar and at least two other members of which two shall be board members of the Club. Once a written request for reduced fees for the current playing season has been received, the Committee shall have ten days to determine a fee. Players or parents disagreeing with the final fee determination may attend the next monthly Board meeting to appeal the decision. Shall be under the supervision of the Registrar.
- i. **Finance Committee.** Shall be chaired by the Treasurer and shall have general oversight responsibility for the financial affairs of the Club, including but not limited to, presenting an annual operating budget to members present at the AGM. Shall be under the supervision of the Treasurer.
- j. **Fields Committee** – Responsible for acquisition, retention and maintenance and work of fields. Shall be **under** the supervision of the Vice President of Fields Operations.

ARTICLE IX - GRIEVANCE AND CONDUCT

On controversial issues involving a member's conduct, a Grievance Committee shall be selected by the Board to investigate and rule on all matters referred to the Grievance Committee. All grievances and misconduct reports shall be in writing with name, date, reason for complaint, and signed by the person submitting the complaint. The complaint shall be submitted in writing to a Board member within 7 days of the incident. The Grievance Committee shall rule on the complaint within 10 days of notification of complaint.

ARTICLE X – AMENDMENTS

The Bylaws and the Club's Operating Policies and Procedures may be amended from time to time and in such manner as may be determined by the Club. Proposed changes to the Bylaws and Operating Policies and Procedures may be presented and discussed at any meeting during the current year and shall be voted on at the next AGM. Notice of all amendments shall be given in writing to every person at the monthly meeting of the dated proposal and again at the December meeting. Said note shall contain the statement of the complete text of the new or amended Bylaws. Amendments shall be included in the ensuing meeting's minutes.

ARTICLE XI - CHARITABLE NATURE OF THE ASSOCIATION

SECTION 1. The Club is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

SECTION 2. Notwithstanding any other provision of these articles, the Club shall not carry on any other activity, not permitted by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

SECTION 3. Upon the winding up and dissolution of the Club, after paying or providing for the debts and obligations of the Club, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which has established its exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII - ADMINISTRATIVE AND FINANCIAL PROVISIONS

SECTION 1. Fiscal Year. The last day of the fiscal year of the Club shall be December 31.

SECTION 2. Loans Prohibited. No loans shall be made by the Club to any board member, officer, or committee member.

SECTION 3. Books and Records. The Club shall keep at its Secretary's office the following: current Bylaws; a record of board members, officers, and committee members names, addresses, phone numbers, and email addresses; and minutes of the meetings of the Board and if maintained any minutes of meetings of the committees of the Board. The Club shall keep at its Treasurer's office the correct and accurate records of accounts and finances.

All books and records of the Club may be inspected by any member of the Club, or his or her agent or attorney, for any purpose at any reasonable time.

CERTIFICATION

These Bylaws of the Club have been amended and duly adopted by the Board on this 11th day of January in the year of 2010.