

# USASEM Soccer Club Bylaws

## ARTICLE 1 NAME

The name of this organization, which is a non-profit organization under the Nonprofit Corporation Act of the State of Michigan, is UNITED SOCCER ASSOCIATION of SOUTHEAST MICHIGAN or abbreviated as USASEM.

## ARTICLE 2 PURPOSE

Section 1 The purpose of the USASEM shall be to promote and develop soccer among youth and to encourage a spirit of good conduct and sportsmanship in all areas of the sport. USASEM shall regulate, promote and organize recreational and competitive teams for the benefit of its members, participating in local, state and national competitions.

Section 2 The organization is exclusively for charitable and educational purposes and fosters national and international amateur athletic competition within the meaning of 501c3 of the Internal Revenue Code of 1986 (as amended).

Section 3 USASEM represents area athletes and their parents within the rules and bylaws of the United States Soccer Federation (USSF), the United States Youth Soccer Association (USYSA), the Michigan State Youth Soccer Association (MSYSA), and the National Youth Sports Association (NYSA).

## ARTICLE 3 MEMBERSHIP

Membership shall consist of individuals who are actively involved and support the purpose and goals of the USASEM. The Board of Directors must approve all members by completing the appropriate form, paying fees and abiding to these bylaws and subsequent operating rules and regulations of the USASEM.

- a. Voting members shall be members of the Board of Directors and one coach or adult representative from each USASEM team. Each voting member shall have one vote.
- b. Each paid-in-full player is entitled to one vote by a parent/legal guardian during the meetings of the general membership.
- c. A voting member must be present at a meeting in order to vote. There will be no proxies. All votes for elections will be done by paper ballot.
- d. Fifty percent (50%) of the total number of voting members shall constitute a quorum.
- e. Players of USASEM will be required to participate, unless waived, in the selected tournament(s).
- f. Termination or suspension of membership will be determined after Board review. Suspension requires two-thirds (2/3) majority vote of the Board of Directors.
- g. Dual rostering between clubs will not be allowed for U14 and younger players.

## MEETING OF GENERAL MEMBERS

Annual meeting for the general members to vote on the open Directors positions will be held in November. The Board of Directors will determine the date, time and place. Notice of all meetings shall be given not less than ten (10) and not more than sixty (60) days before each meeting. Notice information will include, date, time, place and purpose of meeting. The President will preside over the meeting. If the President is absent/excused, the Vice President will preside.

Special meetings of the general members can be called any time by the President or majority of the directors or upon written petition by at least ten (10%) percent of the general members.

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## ARTICLE 4 GOVERNMENT

### *Board of Directors*

The Board of Directors will conduct and manage the business, properties and affairs of the USASEM. The Board shall interpret and enforce the intended meaning of USASEM's bylaws and procedures.

### *Number of Directors*

The number of directors constituting the entire Board of Directors shall be a minimum of five (5) and a maximum of eleven (11). The Executive Board will consist of the President, Vice President, Secretary and Treasurer. No member shall serve on two or more offices simultaneously, except with consent of the voting members.

### *Qualification*

Each director must be a member in good standing and at least eighteen years of age. Directors will serve without compensation.

The voting members of USASEM shall elect each Board member to a two- (2) year term. The term of office will begin on January 1st, following the November annual election. Elections will be staggered so that one half of the Board of Directors will be voted on each annual meeting. Positions will be voted on by odd-even year status. Odd numbered years, election of the President, Secretary, Director of Registration, Director of Coaching and Training, Director of Publicity and Advertising, Director of Fundraising and Concessions. Even numbered years, the election of the Vice President, Treasurer, Director of Referees and Fields and Director of Equipment and Uniforms. Prior to January 1st, an outgoing director will be required to turn over all USASEM documents appropriate to that position. No Board member can hold a position more than three (3) successive terms commencing with the year 2005.

### *Vacancies*

Whenever a vacancy may occur, a majority vote of the current directors may fill the vacancy. That person appointed will serve the balance of the term. The Board of Directors has the power to fill or leave a vacancy unfilled until the next election. A resignation of a director shall be effective immediately upon receipt of written notice to the President or Vice President if the President is not available. The majority vote of the delegate members or two thirds of the Board of Directors may remove any director for cause. Any Board member with three (3) consecutive meeting absences shall be requested to appear before the Board of Directors or submit a resignation.

### *Regular Meetings*

The Board of Directors will hold regular meetings on the first Monday of each month. The time and place shall be set by agreement of the Board. No special notices shall be given in advance of a regular meeting. A parent meeting will be held in conjunction with the board meeting for nine of the twelve months. The exceptions will be the August, November, and March meetings. For these three meetings the parent meeting will be held on the first Wednesday of the month after the board meeting.

### *Special Meetings*

The President or at least one third of the elected directors can call special meetings at any time. There must be notice at least three days in advance of the meeting to all directors. The notice must state purpose of meeting, time, place and date.

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## *Quorum and Voting*

A majority of elected directors shall be necessary to constitute a quorum. Every act or decision made by a majority of the directors present at a meeting, which a quorum was present, will be regarded as an act of the Board of Directors. Each director present at a meeting is entitled to one vote. The presiding officer, usually the President, will not have a vote. The presiding officer can cast a vote in order to break a tie only. A director may participate and vote in a meeting via a conference call, where all participants can be heard.

## **ARTICLE 5 EXECUTIVE BOARD**

### *President*

The President of the Board shall preside at all meetings of the membership and at all Board of Directors meetings. The president shall be the chief executive officer of the organization and shall have general and active management of its activities, and shall see that all orders and resolutions of the Board are carried into effect. The President shall execute all authorized conveyances, contracts, fiscal and other obligations in the name of USASEM except where required by law to be otherwise signed and executed and except where the signing and the execution thereof shall be expressly delegated by the Board of Directors. He/she is the default USASEM representative for all external organizational meetings.

### *Vice President*

The Vice President of the Board, in the absence of the President, shall preside at all meetings of the members and the Board of Directors. He/she shall have such other powers and duties as prescribed by the Board of Directors. The Vice President holds authority over the USASEM tournament committee. The Vice President shall be the Club's representative for MSYSA. The Vice President is responsible for Risk Management and all of the communication structure to the Club membership. He/she is responsible for the nomination committee.

### *Secretary*

The Secretary shall attend all meetings of the Board and all meetings of the members and record all votes and minutes of all proceedings and have other duties as delegated by the Board of Directors. The Secretary is responsible for maintaining Club records and processes. The Secretary is responsible for sending out notices and agendas for all meetings. The Secretary can facilitate meetings.

### *Treasurer*

The Treasurer shall keep full and accurate accounts of receipts and disbursements of USASEM. The treasurer is responsible for preparing financial statements and balance sheets for Board meetings and meetings of the general assembly. The Treasurer presents a financial status at general meetings. The tax ID number will reside with the treasurer position.

## **ARTICLE 6 ADDITIONAL BOARD OF DIRECTORS**

### *Director of Registration*

The Director of Registration shall be responsible for maintaining a complete record of all teams and players for purpose of player registration and affiliation. The Director shall establish a published procedure for registration of players. He/she establishes and produces rosters for the coaches after receiving the placement of said players and coaches from the Director of Coaching and Training. The Director of Registration will be responsible for the scheduling committee.

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## *Director of Marketing and Communications*

The Director will be responsible for creating and managing the marketing and communication plans for the club. Topics in the marketing plan should include, but not be limited to: Brand Awareness & Image, Parent Involvement, Sponsorships & Advertisers, Public Relations and Pricing. Topics in the Communication Plan should include, but not be limited to: Newsletters, Email Mailing Lists, Postal Mailings, Annual Calendar and the Website.

## *Director of Referees and Fields*

The Director shall assign referees for all league games. The Director shall preside at all disciplinary/protest meetings. The Director is responsible for the training, obtaining and scheduling of referees to officiate all home games and shall arrange for the payment of referee services. The Director shall be responsible for keeping updated on new rules and information which includes ordering rule books. He/she will assist in any arrangements required for officiating of tournaments sponsored by USASEM. The Director is also responsible for overseeing the fields and is the liaison with the School Board and Community Education for fields and other sited required for the club. He/She is responsible for maintenance of the fields and marking of the fields where required.

## *Director of Coaching and Training*

The Director is responsible for the development of coaches and players. The Director shall advise, instruct and offer assistance to all coaches of USASEM. The Director will organize clinics for the improvement of players and coaches. He/she will approve new coaches and do coach evaluations. He/she establishes placement of players and coaches. He/she will promote soccer within the Club and the community. The Director will develop training programs for all levels of the USASEM.

## *Director of Equipment and Uniforms*

The Director is responsible equipment and uniform committees for USASEM. The Director is responsible for vendor procurement and distribution of all equipment and uniforms. Approval of all vendors is required by the Board of Directors.

## *Director of Fundraising and Concessions*

The Director is responsible for planning and coordinating the fund raising programs. He/She is also responsible for working with the treasurer regarding bills and deposits.

## **ARTICLE 7 COMMITTEES**

### *Section 1 Sponsorship Committee*

The Sponsorship committee is responsible for the procurement of monies from public or private sector. These funds will be used to offset expenses while continuing to enhance programs. This committee reports to the Executive Board.

### *Section 2 Tournament Committee*

The USASEM Tournament committee is responsible for selecting and organizing the tournaments in the spring and fall. This committee will make any arrangements necessary including but not limited to hotel reservations, tournament applications, etc. All United States Youth Soccer regulations and guidelines will be followed. Procurement of additional insurance and risk management policies will be followed. This committee reports to the Vice President as a chair member and the Board of Directors as required.

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## *Section 3 Other Committees*

The President may designate one or more individuals to form other committees as needed. The resolution establishing a committee and designating its members shall be passed by a majority of the directors in office. The Board may also appoint a director or chairperson of any committee and enable such committee director or chairperson with such power or authority, as the Board may deem reasonable and necessary. The President shall be an exoficio member of all committees.

## **ARTICLE 8 FINANCIAL MATTERS**

### *Section 1 Donations*

The Board of Directors of USASEM will direct all donations, of any nature. USASEM may raise revenue through fund raising activities and donations. The Board of Directors has the right to refuse any donations with or without cause at its sole discretion.

### *Section 2 Contracts*

The Board of Directors may authorize any officer or member to enter into a contract or execute and deliver any instrument in the name of or on behalf of the USASEM.

### *Section 3 Financial*

USASEM may establish one or more accounts as determined by the Board of Directors. The President, Vice President, Secretary and Treasurer must have signing power on all accounts. Any accounts must be consistent with regulations set forth by the Internal Revenue Service for designated 501 (c3) tax-exempt organizations. Any account withdrawal must have two (2) signatures.

### *Section 4 Registration Fees*

A schedule of registration fees shall be a set amount determined from time to time by the Board of Directors. Fees will be payable at a determined date. If the fees are not paid by said date, they are considered delinquent. All registration fees are used only to accomplish the mission of United Soccer Association of Southeast Michigan.

A \$25 volunteer fee will be assessed for each player per year. However, the fee will be waived if one family member volunteers to help in a club volunteer position during the current soccer year. This fee is due with the other club fees.

Tournament registration fees shall be a set amount determined by the Tournament Committee and approved by the Board of Directors. All tournament registration fees are used to accomplish the mission of United Soccer Association of Southeast Michigan.

### *Section 5 Coaching Clinic Fees*

USASEM will reimburse coaches fees for classes and licensing as long as the coach has made a commitment to remain with the club as a coach for two full seasons (one calendar year).

## **ARTICLE 9 LIABILITY**

No director or officer of the USASEM shall be personally liable for any indebtedness of the organization.

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## **ARTICLE 10 RISK MANAGEMENT**

United Soccer Association of Southeast Michigan will participate in the Risk Management program, deemed by the Michigan State Youth Soccer Association.

## **ARTICLE 11 AFFIRMATIVE ACTION POLICY**

There shall be no discrimination on the basis of race, ethnic origin, age, religion, sex or handicap in the selection or voting process of the Board of Directors, committees or staff.

## **ARTICLE 12 DISPOSITION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of USASEM, the Board of Directors after paying or making provision for the payment of all the liabilities of the organization shall dispose of all of the assets of the organization. The Board of Directors shall determine the disposition of assets to an organization with the same philosophies of USASEM through majority agreement of the Board.

## **ARTICLE 13 AMENDMENTS**

These bylaws may be amended or repealed in whole or in part, by a majority vote of the Board of Directors present at a meeting, provided that the proposed amendments have been mailed to each member of the Board at least two (2) weeks in advance of the meeting at which action is taken. Further, no amendment shall become effective unless the proposed amendment shall have been mailed to the voting members and two thirds (2/3) of the voting members shall fail to object within thirty (30) days from the date of the mailing.

## **ARTICLE 14 RULES AND REGULATIONS**

The Board of Directors may from time to time adopt rules and regulations to further promote the implementation of its policies, and the operations of LSC and these bylaws. The adoption of any rule or regulation shall not be deemed to constitute an amendment to these bylaws, unless it is in direct conflict with provisions of such by laws.

## **ARTICLE 15 OTHER MATTERS**

Any matters not provided for in these bylaws shall be determined by the United Soccer Association of Southeast Michigan Board of Directors and decisions so made shall be binding.

These bylaws were approved by the Board of Directors and ratified by the voting members of the United Soccer Association of Southeast Michigan at the annual meeting on September 13, 2004.

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