

FREEDOM SOCCER CLUB BYLAWS



These Bylaws govern the operations of Freedom Soccer Club (FSC), a non-profit club, which is an affiliate of Pima County Jr Soccer League (PCJSL, the League). FSC was established to provide support to PCJSL soccer activities for Tucson and Pima County, functioning to serve such areas as may be deemed beneficial to the youths of the community as approved by PCJSL.

ARTICLE I

PURPOSE – OBJECTIVE

Purpose & Goal

Section 1. The purpose of Freedom Soccer Club (FSC) is to maintain open communication among all club members and parents with achieving the goals and objectives set by the club or directed by the PCJSL and/or Arizona Soccer Association (ASA). To further the education and development of youth soccer players and coaches in Tucson area, to develop, promotion, and administer the game of soccer at competitive, developmental, and recreational levels within our community.

Section 2. The goal of FSC is to provide a playing opportunity for member players with soccer skills and an environment of a fun, safe place to play against others with similar skills and desires in order to improve player development and team competitiveness.

Section 3. To develop sportsmanship, fair play and fellowship among players, coaches and parents.

Section 4. To teach both self and imposed discipline in a teamwork frame of mind.

Section 5. To promote the benefits of sound health and good physical condition.

Section 6. To promote the education for coaches and referees.

ARTICLE II

AFFILIATIONS

Affiliations

Section 1. FSC is a Member of PCJSL which is an affiliate of Arizona Soccer Association (ASA).

ARTICLE III

MEMBERSHIPS

A. Members

Section 1. The Members of the FSC shall consist of its Board of Directors, Coaches, and Volunteers. To become an FSC Member, an applicant must be approved by a majority vote of the Board. Voting members shall elect the Board of Directors of this Association.

Section 2. Members in Good Standing: Will consist of coaches/teams who attend club meetings and participate in club fundraisers faithfully or have representation and/or an excused absence.

Section 3. Bad Standing: Teams, players, coaches may be placed in "Bad Standing." Bad standing is defined as a temporary suspension of the right to participate in Freedom

Soccer Club (FSC) Soccer Club activities. Teams, players, coaches be placed in bad standing for, but not limited to, the following: failure to pay registration or referee fees, failure to adhere to a published schedule of league matches, failure to have fields properly set up for home games, failure to carry out FSC, PCJSL or ASA rules, guidelines, punishments, and directives. The club will be notified of the intent and substance of bad standing and the right of the team, player, coaches to rectify the situation. Prior to the implementation of bad standing a hearing will be held by the club D&R Committee.

Section 5. Any FSC Officer or Board Director may be removed by the Board for cause, after reasonable notice, hearing, and reasonable opportunity to present one's case. Removal shall require a two-thirds (2/3) vote of the Board. The Officer or Director being considered for removal shall not vote.

B. Board Members

President
Vice President
Secretary
Registrar
Treasurer

C. Removal of a Member

Section 1. Should the Board of Directors, upon the recommendation of the Discipline and Rules Committee, find the conduct of any member (whether player, parent, coach, assistant coach, or board member) detrimental to the best interests of the Club or the purpose for which it was formed, the Board of Directors may take such action as the Board of Directors may deem reasonable, including, but not limited to, suspension or removal from the membership in the Club. Such action shall require an affirmative vote of two thirds of the Board of Directors.

Section 2. Any person who has been convicted of or becomes a defendant in litigation detrimental to the welfare of youth players or litigation based on activities detrimental to the welfare of youth players, shall be suspended from all soccer-related activities. Suspensions under this Bylaw shall be determined by the appropriate Disciplinary Committee or the Board of Directors. Matters detrimental to the welfare of youth players shall include crimes of moral turpitude and felonies. The person has a right to appeal the suspension only over whether the matter which is the substance of the accusation, if true, is detrimental to the welfare of youth players.

Section 3. On completion of the litigation, the suspended person may inform the body suspending the person under Section 2 of this Bylaw that the litigation has been completed and request that the suspension be terminated, and the person reinstated. The suspending body may grant the request of the person or, if the decision of the litigation was adverse to the person, may continue the suspension for a period specified by the suspending body, fine the person, terminate all membership of that person with the suspending body and its members, or any combination of those authorized penalties.

Section 4. Any Board member who is absent without excusable cause for three (3) consecutive meetings of the Board of Directors shall there by forfeit, without additional

formality, the right to hold his/her respective office for the duration of the current term.

Section 5. After showing just cause and by a 2/3 majority, the Board of Directors may remove an Officer not performing the duties of the office for which he or she was elected.

Section 6. At-Large Members, by majority vote, appoint At-Large Members to the Board, as may be required to perform specific duties and business of the Board. At-Large Members may vote on all matters except for the appointment of other Directors to the Board.

Term of At-Large Members. The term of At-Large Directors shall expire annually on the last day of February.

Section 7. Vacancies

Vacancies on the Board shall exist:

- (1) on the death, resignation or removal of any Director.
 - (2) when a Board Member assumes the position of President.
 - (3) whenever the number of authorized Directors is increased by amendment to these Bylaws. Subject to the Board approval, the President shall nominate suitable candidates to fill vacant positions on the Board to complete the vacant Board Member's remaining term. If the position of President becomes vacant, the Vice President shall fill the position until a new President is appointed by the Board.
- If at the time of a scheduled election no qualified candidate files for election to an open Board seat, the Board may appoint an individual who is otherwise qualified for such seat for the remainder of the term.

ARTICLE IV BOARD MEMBER DUTIES

Section 1. DUTIES

President

- a. Preside at all meetings of the Board of Directors, Annual and Special meetings of the Members;
- b. Supervise the activities of the Board of Directors.
- c. Subject to the approval of the Board, appoint Standing Committees and Special Committees as may be required for the proper operation of the FSC.
- d. Nominate individuals to fill vacant positions on the Board of Directors
- e. Represent the FSC at meetings of PCJSL
- f. Share check signing authority with the Secretary
- g. Sign the annual federal and state tax returns, if necessary
- h. Promote the Club within the community and help with public relations

Vice President

- a. In the case of a vacancy in the position of President, serve as President until a replacement President is appointed by the Board
- b. Be an alternate representative at functions where the President is unable to attend
- c. Perform such other duties as may be assigned by the President or the Board
- d. Chair of the Discipline & Rules Committee (D & R)

Secretary

- a. Record minutes of Board meetings and Member meetings for approval at subsequent meetings
- b. Maintain records of minutes, Policies, and other official documents and correspondence
- c. Assist the election committee in tabulating and accounting for election votes
- d. Assure the PCJSL and/or ASA is provided with the required player and Club information;
- e. Perform such other duties as may be assigned by the President or the Board.

Registrar

- a. Registration process
- b. Establish registration dates and times prior to each season based on dates from all PCJSL
- c. Comply with all ASA and PCJSL rules and regulations. Where applicable, enforce ASA and PCJSL rules and regulations.
- d. Coordinate and facilities registration of all players and coaches with PCJSL. Maintain records of all players and Coaches registrations.
- e. Maintain copies of valid birth certificates of players.
- f. Maintain copies of transfer, drop, and registration forms for coaches and parents on an "as needed" basis.
- g. Facilitate the processing of all adds, drops and transfers.
- h. Perform such other duties as may be assigned by the President or the Board

Treasurer

- a. Prepare Annual financial reports to PCJSL
- b. Prepare monthly budget reports for club meeting
- c. Prepare Annual budget reports for AGM to establish registration fees
- d. Prepare 1099 reports as needed
- e. Perform such other duties as may be assigned by the President or the Board

Associate Members are Volunteer staff members are non-voting members.

ARTICLE V

TERMINATION OF MEMBERSHIP

Grounds for Termination

Section 1.

Any FSC Officer or Board Director may be removed by the Board for cause, after reasonable notice, hearing, and reasonable opportunity to present one's case. Removal shall require a two-thirds (2/3) vote of the Board. The Officer or Director being considered for removal shall not vote.

- a. In any event, failure to pay financial obligations to the FSC for more than sixty (60) days past the due date, shall automatically render a Member inactive until such dues and any late fees or fines are paid. While inactive, the Member may not participate in any FSC activities, meetings, or events.

ARTICLE VI

VOTING

A. Voting Rights

The affairs of the club shall be governed by a board of directors comprised of not less than three (3) persons, nor more than twelve (12) persons.

Section 1. Voting members can vote on the amendments to the Constitution, Bylaws, Rules and Regulations; approve the Budget; and conduct any other business at the Annual General Meeting.

Section 2. Members of the Board are entitled to one (1) vote. Each Coach is entitled to one (1) vote. Each member/Coach can proxy one vote to one designee. Only one designee can carry one vote.

Section 3. Proxy voting will be permitted when presented in writing or verifiable email.

Section 4. Associate Members are parents/guardians, players, and volunteer staff who are non-voting members.

Section 5. Within thirty (30) days of the annual Board elections, if Officer vacancies exist, the Board shall meet in person or by teleconference to appoint Officers. If the appointment of the President is from the Board, a replacement for his Board seat vacancy shall be designated for the remaining term.

Section 6. Officer Appointments

Board Officers shall be appointed by a majority vote of the Board. Each Officer shall serve a three (2)-year term. Nominations and elections will be held in the March at the Annual General Meeting. Nominations will be accepted from the floor. New officers will assume duties in April.

President and Secretary shall be elected in the even years, Vice President and Treasurer in the odd years. There are no restrictions to the number of terms he/she may seek. To be elected, each officer must obtain a simple majority vote.

Rules of Play. FSC events and Club Members shall play by the FIFA Laws of the Game except where US Youth, ASA or FSC have implemented modifications to these rules for youth players.

ARTICLE VII COMMITTEES

The Board of Directors may appoint Committees for any purposes in the interests of the Club. The following committees shall be standing committees of the League.

Discipline and Rules Committee.

A. The Vice-President shall appoint a committee annually for approval by the Board of Directors to conduct all necessary Discipline and Rules hearings. The Chairperson shall be the Vice-President, unless his/her team is involved, in which case another Committee Member will assume Chairperson duties. If any member of the Discipline and Rules Committee has a child playing for any Team or Coach involved in a hearing, or any other connection with the Team or Coach, then that member shall not participate in any way in the hearing. A committee member with a conflict shall be replaced by the purposes of the hearing by the Chairperson. All complaints received by the Discipline and Rules

Committee shall be in writing and shall be logged in as to the date received and nature of the complaint. The best interests of the Club may be served if relevant parties to the complaint are requested to appear at a hearing. If a hearing is held it is clearly a fact-finding session in which the parties can state their respective cases. At the conclusion of the hearing, all non-committee individuals will be excused, and the Committee shall decide on a course of action. All complaints shall receive a written reply from the Committee. All proceedings of the Discipline and Rules Committee shall be conducted in accordance with the PCJSL Protest, Appeal and Disciplinary Hearing Procedures, as promulgated by PCJSL from time to time.

B. The Board of Directors shall have the right and authority to suspend, bar completely, or otherwise discipline any player, parent, coach, manager, team assistant or officer of the club for just cause.

The club shall establish a Discipline and Rules (D&R) Committee to hear any and all charges and complaints regarding rules, and regulations. This committee will hear and review, with intent of mutual friendly resolution, all charges and complaints.

In the event disciplinary action is required, it is the responsibility of the D&R Committee to report back to the Board of Directors their recommendations of action.

It is not the responsibility of the D&R Committee to discipline. However, the Board of Directors can, from time to time, designate specific areas of discipline responsibility to the D&R Committee. In such an instance, the D&R committee may discipline without Board action.

The D&R Committee shall be composed of three (3) members in good standing of the club as follows:

A chair, who shall be the current Vice-President of the club.

A coach, who shall be actively coaching; and

A parent, who shall have a child currently registered with the club; and two (2) alternates: one (1) coach for back-up in the coach's position; and one (1) parent for back-up in the parent's position.

In cases where the Chair cannot be present to hold a D&R meeting in a timely fashion, the President of the club, or his/her designee, will chair the meeting.

The D&R Committee will hear all complaints and/or charges made to the club within 5 days (5) of notification of such charges or complaints.

All complaints and/or charges must be made in writing to the Club President. Complaints and/or charges must be specific in nature regarding time, place, event(s) and persons involved, and must identify the person(s) making the complaint(s) and/or charge(s). The D&R Committee will not hear anonymous complaints and/or charges.

Complaints and/or charges made by a club member against another club member must be made in writing to the President of the Club within ten (10) days of the alleged infraction(s). Complaint(s) and/or charge(s) made after the allowed time will not be heard.

D&R Committee meetings to hear complaints and/or charges will be held "closed door" unless the Chair decides otherwise.

Both "accuser(s)" and "accused" will be required to attend a D&R Committee meeting where their complaint(s) and/or charge(s) are reviewed. Where (1) or both parties fail to appear, the Chair shall use his/her discretion as to the continuation of the meeting. No-shows will be reported back to the Board.

The chair shall summarize, in writing, the actions and recommendations taken regarding complaints and/or charges. These will be given in timely fashion to the President of the club.

Each member of the D&R Committee shall have one (1) vote. The chair will vote on all cases.

In cases where a member of the D&R Committee is in conflict of interest, or is a party to, a complaint and/or charge, he or she will be excused from hearing the case, and the designated back up for that position will sit on that committee.

It is the responsibility of the D&R Committee to present to the Board of Directors a schedule of rule and regulation infractions with a suggested range of penalties.
DISCIPLINE

C. PROTESTS AND APPEALS

At the club level, all protests and appeals must be made in writing to the Club President within five (5) Days of notification of disciplinary action.

All appeals from actions of the D&R Committee must be made to the Board of Directors of the Club through the club's President.

Where the Board of Directors has heard and acted on a complaint or charge, appeal may be made to the next higher level. Appeals made to higher levels must be made to the Club President, in writing in accordance with the governing rules of the higher authorities. A fee, the fee to be established by the Board of Directors must accompany such appeal(s). The fee is non-refundable.

The levels of appeal are:

PCJSL Board
ASA Board

ARTICLE VIII BOARD MEETINGS

Section 1. Regular Meetings of the Board. The Board of Directors shall meet at least every other monthly, time and place to be determined by the President, and made known in advance to each of the Directors and Coaches. At the first meeting in each calendar year, the schedule for meetings shall be developed in conjunction with the Board. The schedule may be changed by the Chairman for good cause.

Section 2. Special Meetings. Special meetings of the Board may be called by the President. At least one (1) week advance notice of such meeting shall be given in order that all Board Members may attend. The special meeting shall take up only that business for which the meeting is called.

Section 3. Telephonic Meetings. Any Board meeting may be held telephonically if so provided for in the meeting notice and if the equipment allows all Directors participating in the meeting to hear each other at the same time.

- a. Board Members unable to attend any regular or special meeting may participate telephonically in that meeting if permitted to do so by the President or most of the Board. Directors participating by such means shall be deemed to be present in person at the meeting.
- b. In addition to regular and special meetings, the President may conduct an informational telephonic meeting of the Board at any time to inform the Board of certain facts or otherwise discuss a Special Matter. No Board action may be taken at such an informational meeting.

Section 4. Meeting Chairman. The President shall preside over all Board meetings. In his absence the Vice President shall preside. If both are absent, the Secretary shall preside.

Section 5. Rules of Order. Except as otherwise provided for in these Bylaws, all Board meetings shall be conducted using generally accepted business practices

Section 6. Quorum and Voting. A quorum shall consist of most of the current voting Directors. Each Director shall have one (1) vote, proxy vote must be presented in writing to the Secretary prior to the meeting. The President shall not vote except to decide a tied vote.

Section 7. Order of Business. The order of business at regular meetings shall be generally as follows:

- (1) Call to Order
- (2) Roll Call
- (3) Approval of minutes to previous meeting
- (4) Reports
- (5) Old business
- (6) New business
- (7) Adjournment

Section 8. Executive Session. Board meetings are open to all Members. The President may designate certain parts of a meeting to be executive sessions of the Board, where only Board Directors and invited Members may be present, in order to discuss confidential or sensitive business.

ARTICLE IX ANNUAL GENERAL MEETINGS

Section 1. Annual Meeting. A meeting of the Members of the FSC shall be held once each fiscal year at a time and place designated by the Board at least thirty (30) days prior to the Meeting. If an Annual meeting is held, an agenda for the Annual Meeting shall be provided to the Members no less than thirty (30) days prior to such Meeting. The Board shall determine the agenda for any Annual Meeting. Once the agenda has been provided to the Members, no additional items may be added to agenda that require a vote of the Members.

Section 2. Article and Bylaw Amendments. Amendments to the Bylaws may be proposed by the Board and must be filed with the President at least forty-five (45) days prior to the date of any Annual Meeting. Only the Board may propose amendments to the Articles of Incorporation.