



**MIDLAND SOCCER CLUB**  
**BY - LAWS**



Updated June 2009 by the Board of Directors

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## **ARTICLE I - Officers, Duties and Responsibilities**

### (A) Board of Directors

- (1) The Board of Directors will consist of the following:

President  
Vice President of Programs  
Vice President of Operations  
Secretary  
Treasurer  
Director of Select Program  
Director of Recreation Program Director of Adult Programs  
Members at Large - as needed

The maximum number of Board members will not be greater than sixteen (16).

- (2) The maximum number of executive members will not be greater than five (5). Executive Board will consist of the following:

President  
Vice President of Programs  
Vice President of Operations  
Secretary  
Treasurer

- (3) A quorum for the scheduled monthly Board of Directors meeting is more than 50 percent of the number of the board members must be present.
- (4) The Board of Directors will meet at least once a month. These meetings shall be open to the public.
- (5) The Board of Directors shall have the authority to make temporary rules or regulations for specific cases or occasions not provided for in the Constitution or By-laws, but which are deemed necessary by the Board of Directors to carry out the objectives of the Club. These rules or regulations must agree with Section VI (Changes) of the MSC Constitution.
- (6) The Executive Board will
- Make recommendations to the full board as a motion.
  - Make employee compensation decisions and any other employee issues.
  - Make purchases up to \$2,000.00 without full board approval.
  - Help write policy for the board of directors.
  - Help guide the board of directors.
  - Enforce policy
- The Executive Board cannot do:
- Make board decisions without full board approval.
  - Enact new policies without full board approval.
- (7) The President will call a special board meeting on any issue presented to the President in the form of a petition carrying the signatures of at least 50 percent of the board members. All board members must receive notice of any special board of Directors meeting.

- (8) Vacancies - A vacancy in the Board of Directors exists in case of:
- (a) Death
  - (b) Resignation
  - (c) The authorized number of Board Members is increased
  - (d) Removal of a Board Member by the Board

Conditions for removal of a Board Member by the Board of Directors:

- (a) Missing three (3) consecutive regular Board meetings without notifying the President of the Board
- (b) Gross misconduct including, but not limited to: conflict of interest and financial indiscretion.

A 2/3 vote of the total Board of Directors is needed to remove a member of the Board of Directors.

A reduction in the authorized number of directors does not remove any director prior to the expiration of his/her term of office.

- (9) Replacement after Vacancy: A quorum of the Board of Directors may elect a director at any Board meeting to fill any vacancy. If the Board accepts the resignation of a director tendered to take effect at a future time, the Board may elect a successor to take office when the resignation becomes effective. See the New board member policy.

#### (B) Board of Director Responsibilities

- (1) It will be the responsibility of the Board to prepare a budget prior to June first (1) of each year. The budget will be presented at the June Board Meeting, discussed, tabled and voted on at the July Board Meeting. After approval of the budget, the Board will have the authority to disburse funds as budgeted for the Club.
- (2) The Board, acting together, shall constitute the administrative management of MSC. They shall be responsible for:
  - (a) Insuring that the club operates within the framework and intent of the Constitution and By-laws
  - (b) Insuring the fair and equitable treatment of the players by the personnel attached to the club and that each team shall receive equal treatment, insofar as it is reasonable, regardless of the level of play
  - (c) The promotion of soccer
  - (d) The raising of funds for MSC expenses
  - (e) Recording, publicizing, and promoting MSC activities and endeavors
  - (f) Submitting minutes from committee meetings prior to the board meetings. The minutes of the Executive Board and monthly Club Directors Summary shall be available for review at the MSC office for any Director prior to the AGM
  - (g) Appointing the necessary staff and supervising their activities
  - (h) At the yearly AGM, the full board will approve the actions of the officers of the Executive Board, and the Club Director taken during the past fiscal year.
  - (i) All board members must have a current risk management card.

#### (C) Duties

- (1) President
  - (a) Shall be limited to two (2) consecutive one (1) year terms

- (b) Shall be responsible for paid staff including but not limited to the Club Director and Director of Training
- (c) Shall preside at all meetings of the Board and at the Annual General Meeting
- (d) Shall automatically be ex-official member of any committee established within organization but does not act as its chairman.
  - i. The president must be advised by committee chairmen of the date, time and place of any and all meetings
- (e) Shall coordinate the activity of the total organization and shall have the authority to delegate responsibility as it becomes necessary
- (f) Shall have the authority to take disciplinary action, as prescribed by the Rules Guidelines, against any coach, player, parent or Board member
- (g) Shall have the authority to authorize expenditures of up to \$500.00 per occasion without the prior approval of the Board
- (h) Shall Chair a Grievance Committee upon receiving any written appeals to disciplinary action issued by the Rules Committee.
  - i. All such appeals must be received within 72 hours after disciplinary action has been pronounced
  - ii. This committee shall be formed within 48 hours of the receipt of the appeal
- (i) Act as a spokesperson for MSC
- (j) Act as, one (1) of two (2), authorized signatory for MSC accounts
- (k) Provide an annual report on the state of the club in the form of an Annual General Meeting
- (l) Serve as club representative to the Michigan State Youth Soccer Association (MSYSA).

(2) Vice President of Programs

- (a) Shall be limited to two (2) one (1) year terms
- (b) Shall preside in the absence of the President
- (c) Shall succeed to presidency after the president has completed the term or vacates the office
- (d) Coordinates registration with the Director of Recreation Program, Director of Select Program, Director of Adult Program and the Office Staff
- (e) Member of Select. Recreation, and Adult Program Committees
- (f) Executive Board liaison to the Select. Recreation, and Adult Program Committees
- (g) Works/Oversees with Director of Training to develop programs/events to enhance player development and increase MSC club members
- (h) Will serve as Registrar with all affiliate Leagues (i.e. MSYSA, Premier, Mid-Mich, etc)

(3) Vice President of Operations

- (a) Shall be limited to four (4) one (1) year terms
- (b) Oversees the physical property of the MSC
- (c) Works with MSC employees to complete day-to-day tasks to operate the MSC
- (d) Works with contractors and vendors to bid and oversee MSC maintenance projects
- (e) Shall succeed to Vice President of Programs after the Vice President of Programs has completed the term or vacates the office
- (f) Implement and maintain a safety protocol for Recreational Program, Select Program, Adult Program, Field Operations and Concession Stand.

(4) Treasurer

- (a) Shall be limited to four (4) one (1) year terms
  - (b) Shall work with an auditing company to oversee the financials of the MSC
  - (c) Will oversee the Club Directors handling of financial business for MSC
  - (d) The Treasurer shall give a report at all board meetings
  - (e) Shall prepare a final financial statement at the end of his/her term of office
  - (f) Acts as, one (1) of two (2) authorized signatories for MSC accounts
  - (g) Prepares and files government forms
  - (h) Shall chair the Budget Committee which consists of the Treasurer, President, Vice President of Programs, Vice President of Operations, Director of Select and Director of Recreational programs
  - (i) With the Club Director, oversees that year end financial statements are compiled and sent to the CPA for audit
- (5) Secretary
- (a) Shall be limited to three (3) one (1) year terms
  - (b) Shall keep an accurate record of all Board and Annual General Membership meetings, handle all correspondence and give notice of meetings
  - (c) Shall maintain an up-to-date copy of the Constitution and By-laws
  - (d) Shall chair the Rules Committee.
- (6) Director of Select Program
- (a) Shall be limited to three (3) one (1) year terms
  - (b) A candidate for the Director of Select Program should have been a member of the Board of Director for at least one year and a member of the Select committee.
  - (c) Organize the travel program with the help of Select committee members and the Director of Training
  - (d) Recruit coaches for the respective teams
  - (e) Shall chair a special committee to review travel procedures and documents in the Select Coaches Manual
  - (f) Resolve conflicts in the Select Programs
  - (g) Shall be responsible for communications between the Board, the Director of Training, the MSC office staff and the coaches within the travel program
  - (h) Shall coordinate with the Director of Training, the select tryouts
  - (i) Shall assist the President and the Treasurer in preparing the travel budget
  - (j) Shall chair the select committee and attend the training committee meetings
- (7) Director of Recreational Program
- (a) Shall be limited to three (3) one (1) year terms
  - (b) A potential Director of Recreational Program should be a member of the Board of Director for at least one year and a recreational committee member.
  - (c) Recruit and train Age Group Coordinators to recruit coaches and form teams in their respective age groups
  - (d) Sit on special adjunction panels to resolve divisional problems
  - (e) Shall be responsible for communications between the Board, MSC office staff, Director of Training and coaches within their divisions
  - (f) Shall chair a special committee to review recreational procedures and document in the Recreational Manual
- (8) Director of Adult Program
- (a) Shall be limited to three (3) one (1) year terms
  - (b) Shall be responsible for recruiting and forming teams for the adult league
  - (c) Sit on special adjunction panels to resolve divisional problems
  - (d) Shall be responsible for communications between the Board of Directors, MSC office staff, and team representatives.

(e) Shall chair a special committee to review adult program procedures and documents in the Adult Program Manual.

(9) Referee Representative

- (a) Shall be a referee with a current USSF license and a certified referee assignor
- (b) Shall serve on the Rules Committee
- (c) Shall communicate to coaches and referees the Rules of the Game
- (d) Shall assign referees to MSC matches
- (e) Shall review all protested games and shall be responsible for convening the Rules Committee to hear protest within 72 hours after receiving a protest

(9) Members at Large

- (a) Shall be limited to six (6) one (1) year terms
- (b) Responsible for chairing or serving on committees

**ARTICLE II - Suggested Committees** (These committees may be included but are not limited to the list and responsibilities below) It is encouraged that all committees be made up of two current Board of Directors and one member of the MSC that is not a member of the Board of Directors. The committees should be prepared to present a monthly report and present at the monthly board meeting

(A.) Public Relations

- Directs and coordinates with the Director of Training public education
- Provides mass-media contact for the club
- Organizes the registration advertising campaign in conjunction with the Registrar
- Uses mass-media for promotion of soccer

(B.) Fund Raising

- Shall be responsible for the annual fund raising activities
- Shall recruit people to assist in fund raising activities
- Shall contact sponsors for donation to the Clubs activities

(C.) Website

- Work with the Board and Club Staff to develop and update the MSC website

(D.) Tournament

- The chair of this committee is the director of the Fusion Invitational and Midland Invitational Tournaments
- Committee organizes and facilitates the running of the tournaments
- Committee develops and updates a tournament manual found in the Policy and Procedure section of this document

(E.) Training

- Attend meetings chaired by the Director of Training to develop and implement training programs for the MSC.

(F.) Terry Stanton Scholarship

- The committee members will review the scholarship applications and make recommendations for financial contributions
- Terry Stanton family members have an open invitation to be on this committee

(G.) Budget Committee

- Shall consist of the Treasurer who shall act as the Chairman, the President, Vice President of Programs, Vice President of Operations, Director Of Select, and Director of Recreation
- Shall formulate a budget and present it to the Board for approval at the regular June meeting

(H.) Nomination Committee

- Shall consist of the President, Director of Programs and may include three from the general membership selected by the Board at least two months prior to the election
- Shall elect a chairperson from its membership
- Shall prepare a slate of candidates to be presented to the Board for ratification; and upon ratification, to be presented to the General Membership at the annual elections to be held in July.

(I.) Select Committee

- The Select Committee shall consist of the Vice President of Program, Director of Select (who shall act as the Chairman), the President and Director of Training and two other board members
- Shall be responsible to govern the select program according to the procedures as outlined in the Select Program Manual

(J.) Recreation Committee

- The recreation committee shall consist of Director of Recreation (who shall act as the chairman), Vice President of Programs and three other Members of the board
- Shall be responsible to govern the recreational program according to the procedures as outlined in the Recreational Program Manual

(K.) Adult Committee

- The adult league committee shall consist of the Director of Adult Programs (who shall act as the chairman) and Vice President of Programs.
- Shall be responsible to govern the Adult Program according to the procedures as outlined in the Adult Program Manual

(L) Soccer Store Committee

- The Soccer Store Committee shall consist of the Director of Operations and 2 other board members and 1-2 MSC members
- The committee will be responsible to manage the Soccer Store. They will purchase items to be sold at the store with a goal of making a profit.

(M) Referee Committee

- The Referee Committee shall consist of the Vice President of Program, Referee Assignor, and one to two other Members of the board.
- Shall be responsible to govern the referee program according to the procedures as outlined in the Referee Program Manual

(N) Rules Committee

- The Rules Committee shall consist of the Recording Secretary (who shall act as Chairman), the President, Vice President of Programs and Members of the affected program (i.e. Director of Select).
- The designated purpose of this committee is to review manuals (Recreational, Select and Adult) to insure that the content is in line with the club philosophy and the spirit of the game.

**ARTICLE III - Election Rules**

(A) A slate of candidates nominated as per Article II, Section E of the By-laws, will be presented to the general membership for election at the Annual General Meeting.

(B) Nominations and elections will be in the following order:

President  
Vice President of Programs  
Vice President of Operations  
Recording Secretary  
Treasurer  
Director of Select Program  
Director of Recreation Program  
Director of Adult Program  
Other Members at Large

(C) If a candidate loses an election for a particular office he/she may be nominated for another.

(D) Nominations for the position of President shall be limited to Vice President of Program. In the case that the Vice President of Programs is unable to fill the role of president other current members of the Board of Directors may be nominated.

(E) All qualified members, as per Section IV - of the Constitution present shall be qualified to vote.

(F) Voting shall be a show of hands.

(G) A majority of votes cast is required to be elected to the Board.

(H) The Referees Representative shall be appointed by the Board at its first regularly scheduled meeting after the Annual General Meeting.

(I) Term Limits - Nominations for positions are contingent upon term-limits. If a candidate has reached the designated term-limits for a certain position they are ineligible to be nominated for that position in the following term. They are eligible to be nominated for other board positions. Term-limits reset with each newly elected position. One term must elapse before candidates who have served to term-limits in a position may be re-elected to that position.

**ARTICLE IV - Fees**

(A) The participation fees will be determined annually. The individual fee will be calculated based upon the anticipated budget (expenditures) and anticipated participation each year. All fee changes will be presented and voted on by the full board.

(B) Prior to the start of the season (first game) any participant who desires to withdraw and requests a refund will receive a refund of 50% except in the case of:

- Involuntary withdrawal because of family moving outside of Midland County
- Injury which incapacitates player such that he/she cannot participate in play
- Voluntary withdrawal during open registration.

In such cases, 100% refund will be given less an administration fee

(C) No one will be allowed to compete in league competition unless:

- The registration process has been completed
- The registrant's participation fee has been paid
- The registrant has made arrangements with the MSC Office for payments or scholarships
- The Office Staff will notify player or player's parent/guardian that they are ineligible to play due to lack of payment two weeks prior to the start of the season. If nonpayment continues, one week prior to the week, then the coach will be notified that the player can not play until otherwise notified.

(D.) Field Rental-Please refer to the Field Usage Policy in the Procedures section

**ARTICLE V – Volunteer/Paid positions at the Midland Soccer Club**

- (A.) Youth Coaches responsibilities will be outlined in the recreational and select program manuals.
- (B.) All volunteers with direct contact with the youth players (coaches, assistant coaches, team managers, trainers) must obtain a Risk Management card from MSYSA.
- (C.) All volunteers are volunteering at the discretion of the Soccer Club and maybe dismissed.

**ARTICLE VI-Securing Vendors and Contractors**

- (A.) All jobs greater than \$2,000 shall require 3 bids from outside contractors or vendors, unless there are fewer vendors available, then the number will be limited to those vendors.
- (B.) In selecting the appropriate vendor/contractor the MSC Board will adhere to conflict of interest guidelines as outlined in the Policy and Procedures section.
- (C.) The MSC is encouraged to solicit bids from local contractors.