

GILLETTE SOCCER CLUB BY-LAWS
(As Amended on 05/29/2013)

1.0 PURPOSE

The Gillette Soccer Club is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the internal revenue service code. The purpose of the Gillette Soccer Club (GSC) is to provide a positive, enjoyable experience in the organized team sport of soccer. The GSC allows for the advancement of skills and furthers the spirit of competition by allowing those who are interested to become associated with teams that play in a more competitive setting than the recreation league offers.

1.01 ASSOCIATION

General – The GSC consists of U-8 through U-19 male, female, and coed traveling teams desiring play and competition outside recreational league. These teams come under the direction, regulation, and by-laws of the GSC in accordance with Wyoming Youth Soccer (WYS) and United States Youth Soccer (USYS) rules and regulations. The GSC will support a Rec+ program for the individuals who desire a less competitive, minimal traveling option.

2.0 ORGANIZATIONS-BOARD MEETINGS

The board shall meet monthly at a designated location. The meetings are held on the third Monday of the month at 7 p.m. and are open to the parents and players. A minimum of 25% of the Board members must be present in person or by proxy to constitute a quorum for transaction of business at a scheduled board meeting. Special meetings may be called by the President or at the written request of at least 5 members of the Board by notice mailed, hand delivered, or delivered by electronic means to each Board member.

2.01 BOARD MEMBERS

The following GSC board members, defined as the officers, will be elected by the parents-at-large at the annual Fall Parent Meeting. The members of this Board shall have a knowledge of and interest in the sport of soccer and the organization. All Board Members and current season head coaches shall have one vote in all motions, excluding the President, who will vote only in a tie-breaking situation. The Board will provide recommendations on parent concerns, scholarship approval, future facility procurement, disciplinary action, fund raising, uniforms, and any other matters that may come before the Board. The Board shall administer and enforce the rules as set forth by the USYS, WYS, and GSC. Board Members' responsibilities are described below:

- 2.01.01 President – The President shall be a member of the executive board and preside over the monthly Board meetings and have knowledge of Roberts' Rules of Order. The President shall conduct the business of the organization in according to board direction and to the extent necessary to keep the organization in good standing with all authorities having jurisdiction. The President shall only have the power to make decisions that reflect the desires of the board and policies established by the club. The President shall be elected in odd years.

- 2.01.02 Vice-President— The Vice President shall be a member of the executive board and act as the liaison officer between the Board and any committees established within the GSC. The Vice-President shall perform other duties as requested and assigned by the Board of Directors. In the absence of the President, he/she will preside at the monthly meeting. The Vice President shall be elected in even years.

- 2.01.03 Secretary – The Secretary shall be a member of the executive board and remind Board

members of meetings by mail, e-mail, or telephone, type the agenda for and record the minutes of all board meetings as well as provide the minutes for posting on web site after approval at monthly board meetings. The Secretary shall perform such other duties as occasionally may be assigned by the Board. The agenda for the next meeting and the draft meeting minutes from the previous meeting shall be provided to all board members at least 24hrs prior to the next scheduled board meeting. The Secretary shall be elected in even years.

- 2.01.04 Treasurer – The Treasurer shall be a member of the executive board and maintain the transaction of monies of the GSC. All payments from the GSC account shall be made with two signatures upon approval of the Board. These Signers shall be two of the following: President, Vice President, Treasurer, or Registrar. The Treasurer, along with all Board members, shall work together to provide the annual GSC budget. A monthly statement will be provided at Board meetings for review. Bills and receipts must be included with request for payment or reimbursement. Payments not needing vote of the Board include: post office box rental fee, referee fees, WSSA dues, and storage facility. The budget and annual expenditures statement will be prepared for the Fall Annual Parents Meeting. The Treasurer shall be elected in odd years.
- 2.01.05 Registrar—The Registrar shall register all team players, coaches, and assistant coaches with WYS. She/he will be the liaison officer with WYS on matters concerning tournament traveling papers. Wyoming State Cup tournament papers, player cards, and recording issuance of yellow/red cards to players and coaches of the GSC. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated
- 2.01.06 GSC Coaches—The coaches of each team or his/her representatives are encouraged to attend the monthly board meetings and should help to establish coaching philosophies of GSC teams, discuss skill evaluations, tournaments, new ideas, and any problems brought forth by players and parents. Coaches should bring forth their ideas and recommendations for Board Members consideration. Each current season head coach shall have 1 vote in the matters brought forward to the Board.
- 2.01.07 Referee Assignor—The Referee Assignor shall obtain referees for all local GSC games. He/she shall be the contact for other WSSA clubs in their pursuit of referees for weekend games. He/she will work in coordination with Field Coordinator and Game Scheduler. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated. Position must be filled by a USSF Certified Referee Assignor.
- 2.01.08 Field Coordinator/Game Scheduler—The Coordinator shall arrange for practice fields and game fields. He/She shall be responsible for the development and scheduling of play between other Wyoming cities outside of tournament play. The GSC will rely on this person to communicate, setup games, and update schedules both within Gillette and in other cities. He/she will make sure all copies of games/practice/field schedules are sent to all coaches. He/she will work in coordination with the Referee Assignor. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated.
- 2.01.09 Equipment Manager—The Equipment Manager will maintain the balls, corner flags, and other accessory equipment that may come under the ownership of the GSC. This person will be responsible for the collection of all equipment at end of the season, the completion of an inventory, as well as the purchase and distribution of equipment to the next season's teams. The Equipment Manager will recommend replacement of and /or additions to all equipment. Any purchase or problems must come to the attention of the Board. This position will be

appointed by the members at each annual general meeting or by the current voting board members when a position is vacated.

2.01.12 Public Relations Officer—The Public Relations Officer shall be responsible for posting game results to the local newspaper upon receiving these results from coaches. He/she will also promote/advertise the GSC tryouts, local games and tournaments. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated.

2.01.13 Director of Coaching— The Director of Coaching Officer shall be responsible for development of coaches and players with an emphasis being placed on new coaches within the GSC. He/she will help schedule coaching clinics, player clinics, keeper clinics, and any other necessary training to help advance coaches and player's knowledge and skills. The DOC shall be the initial point of contact for all parent/coach/team issues. The DOC will be responsible for mitigating and resolving these conflicts among the coaches and parents. If a resolution cannot be reached the DOC/parent/team will present the issue to the Board at the next scheduled meeting. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated.

2.01.14 Web Site Manager—The Web Site Manager shall be responsible for maintaining the GSC website. He/she will post all documents and information on the website within one week of receiving the approved documents from the Secretary. This position will be appointed by the members at each annual general meeting or by the current voting board members when a position is vacated.

2.01.15 Fundraising Coordinator—The Fundraising Coordinator shall organizes and direct all fundraising events for the GSC. This position is a non-voting, volunteer position.

2.02 TERMINATION OF GSC MEMBERSHIP

The Board can by affirmative vote of two-thirds of all of the members of the Board suspend or expel a member, and may, by a majority vote or those present at any regularly constituted meeting, terminate the membership of any member who has openly disregarded the GSC club member duties/responsibilities as defined in the by-laws and or Rules of Conduct. The member to be suspended, expelled, or terminated shall have not less than fifteen (15) days prior written notice of the expulsion, suspension, or termination and the reasons therefore and shall have an opportunity to be heard, orally or in writing, not less than five (5) days before the effective date of the expulsion, suspension or termination by the Board.

2.03 BOARD POSITION REMOVAL

An officer may be removed by the Board of Directors at a meeting, or by action in writing pursuant to Section 2.04, whenever in the Board's judgment the best interests of the GSC will be served thereby. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.

2.04 RESIGNATION

Any Board member may resign by filing a written resignation with the Secretary by notice mailed, hand delivered, or delivered by electronic means.

2.05 ACTION WITHOUT A MEETING

Any action required or permitted to be taken at a Board meeting or a committee meeting may be taken without a meeting if all the members of the Board or committee consent in writing to taking the action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee.

2.06 PARTICIPATION BY CONFERENCE TELEPHONE

Members of the Board may participate in a meeting through use of a conference telephone or similar communications equipment, so long as members participating in such meetings can clearly hear one another.

2.07 REIMBURSEMENT

Board members shall serve without compensation with the exception that expenses incurred in the furtherance of GSC business are allowed to be reimbursed with documentation and prior approval.

2.08 ATTENDANCE

A Board member can be removed for excess absences from the Board if he/she has three unexcused absences from Board meetings in a year. Removal of a Board member for excess absences shall be subject to the Removal procedure in Section 2.03.

2.09 STANDARDS OF CONDUCT

No Board member may vote on any issue concerning his/her spouse, parent, child, or ward, or in which he/she otherwise has a specifically identifiable conflict of interest, regarding the awarding of scholarships, awards, tuition waivers, or any other benefit not generally available to all members of the GSC.

2.10 INVESTMENTS

The funds of the GSC may be retained in whole or in part in cash or be invested and reinvested on occasion in such property, real, personal, or otherwise, or stock, bonds, or other securities, as the Board in its sole discretion may deem desirable, with regard to the limitations, if any, now imposed or which may hereafter be imposed by law regarding such investments, and which are permitted to organizations exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code.

2.11 BYLAW ADMENDMENT

These Bylaws may be amended by a majority vote of the Board of Directors, provided prior notice is given of the proposed amendment in the notice of the meeting at which such action is taken.

2.12 IDEMNIFICATION

Every member of the Board, officer may be indemnified by the GSC against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board in connection with any threatened or pending, action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the GSC, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves

such settlement and reimbursement as being in the best interest of the GSC. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such members of the Board are entitled.