



**EXETER–WEST GREENWICH  
YOUTH SOCCER ASSOCIATION  
CONSTITUTION**

Amended ~~28-Nov-2008~~ January 2018

# **EWGYSA Constitution**

## **ARTICLE I — TITLE**

The title of this association shall be "Exeter - West Greenwich Youth Soccer Association, Inc.". It shall also be known as "EWG Soccer".

## **ARTICLE II — ORGANIZATION**

The Exeter-West Greenwich Youth Soccer Association, Inc. (Association) shall be established as a non-profit organization under the rules and regulations of the Internal Revenue Service and operate pursuant to the laws of the State of Rhode Island and Providence Plantations and the United States Of America. Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501(c) (3) or corresponding provisions of any subsequent Tax laws. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, director, or officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

## **ARTICLE III — PURPOSE**

The purpose of this association is to promote and advance the game of soccer on the youth level. This association shall provide soccer instruction and competition focused on improvement of skills through recreational, developmental, and competitive activities. While the Association shall provide equal opportunity to all players, its primary focus will be to develop players within the Exeter/West Greenwich Community. This Association shall operate for nonprofit purposes only, and shall engage in any lawful activity reasonably necessary to achieve the foregoing purpose.

## **ARTICLE IV — PHILOSOPHY**

The philosophy of this association shall be to: Promote equal opportunity for all players. Advance the skill level of the players participating in this association. Emphasize sportsmanship and enjoyment in all activities.

## **ARTICLE V — TERRITORIAL LIMITS/BOUNDARIES**

Any youth player residing within the State of Rhode Island or otherwise eligible to play for a member association (or club) of the United States Youth

Soccer Association (USYSA) Sanctioned State Association (SSA) (hereinafter known as SSA) may become a member of this association, and participate in all Recreational activities. For the purpose of participation in Developmental and Competitive activities, the territorial limits for this association shall be bound by the guidelines of the SSA.

**ARTICLE VI — ASSOCIATION ADDRESS**

The official address of this association shall be P. O. Box 615, Exeter, RI 02822.

**ARTICLE VII — COLORS**

The representative colors of the Exeter-West Greenwich Youth Soccer Association, Inc. shall be red, black, and white.

**ARTICLE VIII — AFFILIATION**

This association shall be affiliated with and comply with the rules and authority of the SSA and through such affiliation shall be affiliated with USYSA and the U.S. Soccer Federation, Inc. (USSF).

**ARTICLE IX — MEMBERSHIP AND VOTING**

There shall be four classes of membership in the Association:

**1. *Playing Members*** - Any properly registered youth on any Association team shall be considered a playing Member. Playing Members shall not be permitted a vote in the Association unless categorized in another class of membership.

**2. *Regular Members*** - Parents or legal guardians of any Playing Member shall be regular Members and shall have one vote per parent or guardian, with no more than two votes per family. The Association shall recognize the parents or legal guardians as recorded on the registration documents of a Playing Member.

**3. *Administrative Members*** - The head coach of any Association team shall be an Administrative Member and shall have one vote.

**4. *Honorary Members*** - Any interested person over the age of 18, who in the opinion of the Executive Committee, has made a meaningful contribution to the Association shall be considered an Honorary Member. Honorary Members shall be permitted a vote in the Association. All Regular, Administrative, and Honorary Members shall be considered Voting Members. No member may cast more than one vote. All Members shall be permitted to nominate candidates for election to Association offices and propose amendments to the Constitution of the Association. Regular, Administrative, and Honorary members shall be eligible for nomination as candidates for Association offices. In order to be an eligible candidate, a member may not occupy any SSA Office or Board of Director position.

## ARTICLE X — GOVERNMENT

**1. Executive Committee** - The Executive Committee shall be comprised of the Board of Directors and the Officers of the Association. The Executive Committee shall be charged with adjudicating all questions of misconduct by Members, Officers, Directors, and the President Emeritus. Misconduct shall be defined as a violation of the Rules and Regulations of the Association and/or failure to fulfill the duties of the position that is held. The Executive Committee has the responsibility and authority to approve or disapprove, by vote, a nomination by the President to fill any vacant Executive Committee position. Each committee member shall cast one vote in all matters properly presented to the Executive Committee. The Executive Committee has the right to request a committee member to abstain from voting if it can justify a conflict of interest. Six or two thirds, whichever is less, of the Executive Committee must be present to constitute a quorum. A minimum of two-thirds of the voting power of the Executive Committee present shall be necessary to decide any issue presented.

The Executive Committee shall be charged with governing the Association by setting overall policy, in addition to such other responsibilities as are set forth in this Constitution. The Executive Committee shall appoint committees as it deems to be necessary to conduct the business of the Association. The Committee shall have the power to ratify, alter, or reject decisions and policies of any Committee, Officer, or member of the Board of Directors. Individual Executive Committee members may create subcommittees as needed to accomplish functional responsibilities.

**2. Board of Directors** - The Board of Directors shall be comprised of six members and the President Emeritus (if sitting) of the Association. Nominees for the Board of Directors shall be members of the association as outlined in Article IX. All Directors shall be elected at the Annual General Meeting of the Association by vote of the Membership, as outlined in Article XIII. Elected members shall serve a term of office of two years, with no Director serving more than a total of three successive terms unless no other qualified candidates stand for the position. The President Emeritus shall not serve more than one term in that capacity. Terms of office must be staggered so that the terms of no more than three Directors shall expire in any year. Members of the Board of Directors may be removed by a vote of the Executive Committee. Should there be a vacancy on the Board of Directors; the President shall nominate a replacement member to complete the unexpired term. The nomination must be approved by two thirds of the Executive Committee. Each Director shall serve in a capacity, determined by and among the Directors with first choice based on seniority, as identified as follows:

**Concessions Director** shall manage Concessions (food and apparel, i.e. sweatshirts, fan gear) of the Association.

**Developmental/Competitive Director** shall manage the Developmental/Competitive Program in compliance with the Competitive Rules and Regulations of this Association and the SSA.

**Facilities Director** shall manage all Association facilities to include equipment, buildings, fields, and ancillary resources.

**Fundraising Director** shall co-ordinate and organize all fundraising activities and sponsorship program.

**Public Affairs Director** shall manage the program to publicize, advertise, coordinate and report matters related to the Association and membership, design and maintain the Association website and social media accounts.

**Training Director** shall manage the Association's Recruiting and Training Program in respect to players, coaches, and referees.

Director of Coaching is a paid position under contract with the New England Revolution, utilized as a resource to enhance both Recreational and Competitive programs. Other Directors and Officers may delegate authority for certain tasks to the Director of Coaching as needed, as the need arises, however the responsibility for any delegated task remains with the respective Director. The Director of Coaching, as the head coach of multiple teams within the Association, has the status of an Administrative Member, as outlined in Article IX.

**3. Officers** - The Officers of the Association shall be a President, Vice President, Treasurer, Registrar, and Secretary. The Officers shall be charged with conducting the daily business of the Association. Officers shall be Members, as defined in Article IX, not serving on the Board of Directors. Elected Officers shall serve a term of two years, with no Officer serving more than two successive terms in the same office unless no other qualified candidates stand for the position. Officers' terms shall be staggered so that no more than three offices are up for election in any year. To that end, the Secretary, Registrar, and Vice-President shall be elected in the same year, and the Treasurer and President shall be elected in the following year. At the Annual General Meeting of the Membership, the Members shall elect individuals to fill specific vacant Offices. Upon leaving office, the incumbent President may voluntarily join the Board of Directors as the President Emeritus to provide advice and guidance as gained through experience in the office of President. The President Emeritus shall have the right to vote on all decisions. Officers may be removed by a vote of the Executive Committee. Should an Office be vacated by resignation or Executive Committee action, the President shall nominate a replacement member to serve for the remainder of the term of the office being vacated. The nomination must be approved by two thirds of the Executive Committee. The President Emeritus position should not be filled if vacated.

## **ARTICLE XI — POWERS AND AUTHORITIES OF THE OFFICERS**

**1. President** - The President shall: manage the affairs of the Association through enforcement of this Constitution and the Association's Rules and Regulations. The President shall: preside over all meetings of the Association Membership and Executive Committee and shall have the authority to call additional meetings as necessary; cast the deciding vote in the

event of a deadlocked vote among members of the Executive Committee; ensure that the books, reports, statements, and certificates required by law are properly kept; approve all checks of the Association as drawn for payment by the Treasurer; represent the Association before agencies unless an individual is designated by the President; and perform duties as assigned in this Constitution or by the Executive Committee.

**2. Vice President** - The Vice President shall, upon consent of a majority of the Executive Committee: assume the duties and responsibilities of the President in the President's absence or resignation. In addition, the Vice President shall: actively share in the management of the Association by advising the President; manage the Recreation Program; and perform duties as assigned by the President or Executive Committee.

**3. Treasurer** - The Treasurer shall: maintain current records of all financial transactions of the Association; maintain the Association bank accounts in an accountable manner; assist in preparing a budget proposal for the membership prior to the Annual General Meeting of the membership; sign all checks drawn for payment by the Association; provide monthly and annual reports of previous balance of Association accounts and expenditures since the last report; receipts since the last meeting; and the present balance of Association accounts; assist committee Chairpersons in the formulation and submission of committee budgets and requests; prepare grants and yearly budget request forms to be submitted to local towns; maintain a list of all gifts to the Association; and perform duties as assigned by the President or Executive Committee.

**4. Registrar** - The Registrar shall: maintain a current listing of all Members; properly register all players in the Association with the SSA; recommend membership selection and matters related thereto; coordinate with the Public Affairs Director to publicize, advertise, and report all events relative to membership registration in the Association and perform duties as assigned by the President or Executive Committee.

**5. Secretary** - The Secretary shall: record, keep and make available to the membership the minutes of all meetings of the Executive Committee and Association Membership; conduct all correspondence of the Association; maintain written record of any proposed changes to the Constitution; and perform duties as assigned by the President or Executive Committee.

Officers may delegate authority for certain tasks to the Director of Coaching as needed, from time to time, however the responsibility for any delegated task remains with the respective Officer.

## ARTICLE XII — MEETINGS

### 1. *Membership Meetings*

**Annual General Meeting** - The members shall meet in June of each year at such time and place as may be established by the Executive Committee,

but no later than June 30 of each year, for the purpose of conducting the affairs of the association. The meeting shall include, at a minimum, minutes of the previous meeting, reports of the officers and committees, old business, election of directors and officers, approval of the proposed association budget, changes to the constitution, and new business. An agenda shall be established by the Executive Committee prior to the meeting. All decisions, except as outlined in Article XVI, shall be made by a simple majority vote of the voting members attending.

**Semi-Annual General Meeting** - The members shall meet in November of each year at such time and place as may be established by the Executive Committee, but not later than November 30 of each year, for the purpose of conducting the affairs of the Association. With the exception of election of directors and officers, the meeting shall include the same matters as the annual general meeting. All decisions, except as outlined in Article XVI, shall be made by a simple majority vote of the voting members attending.

**Special Meetings** - Special meetings can be called by the President or the Executive Committee or upon the written request of at least 25% of the Association Membership. Requests for Special Meetings, including an Agenda, shall be filed with the Secretary. Special Meetings shall be scheduled by the President. A minimum of two-thirds of the voting power present shall be necessary to decide any issue which is presented.

**2. Meetings of the Executive Committee** - The Executive Committee meetings shall be held as events dictate. Executive Committee meetings shall be open to the general Membership. Meetings may be held electronically (by email, chat, teleconference, etc.) provided that a quorum is met (as outlined in Article X Paragraph 1) and either minutes are kept or a transcript is saved so that it may be made available to the membership upon request. Members of the Executive Committee are expected to attend at least 50% of the meetings of the Executive Committee. Each member is also expected to submit a report to the Secretary at least once per month during the Fall and Spring seasons.

**3. Committee Meetings** - Committee meetings shall be held as deemed necessary by the Executive Committee or Chairperson. Meetings of the Executive Committee or the Membership shall be conducted according to the latest edition of Robert's Rules of Order.

## **ARTICLE XIII — ELECTIONS**

The Public Affairs Director shall appoint a Nominating Committee from the Association Membership. Said nominating committee shall meet for the purpose of recommending a slate of candidates to fill Board of Director and Officer Positions that have reached the end of the term of office. The voting membership shall be notified of the name of the Nominating Committee Chairperson, no later than May 1 of each year. Nominations may be made in writing to the Nominating Committee Chairperson no later than 10 days prior to the Annual General Meeting. These shall require the signature of

the nominator and one Member of the Association. Prior to the Annual General Meeting, the Chairperson of the Nominating Committee shall submit to the Executive Committee the slate of candidates. There will be no nominations accepted from the floor. Elections for positions shall then be held and be voted upon by closed ballot. Positions for which there is no nominee may be voted upon after asking those who were not elected via a contest if they are interested in being nominated. If the answer is affirmative a vote will be held for that position by closed ballot. New members of the Board of Directors and Officers shall assume their duties at the next Executive Committee meeting after the election, but no later than August 1.

#### **ARTICLE XIV — COMMITTEES**

In addition to the elected offices, there shall be Committee Chairpersons (see Article X) appointed by the appropriate Director or Officer. The standing Committees of the Association by the Director and/or Officer indicated shall be: Constitution and Regulations (Secretary) Finance (Treasurer) Nomination (Public Affairs Director) each committee shall be headed by a Chairperson responsible for the overall operation of said committee. The Chairperson shall be charged with the responsibility of reporting to the appropriate Director and/or Officer. Each Committee Chairperson shall be advised by the Director and/or Officer. Responsibilities of the committees are: The **Constitution and Regulations Committee** shall recommend changes to the existing Constitution for membership approval. In addition, the committee shall explore, draft and recommend rules for governing the operation and administration of the Association.

The **Finance Committee** shall explore and recommend proposals for the growth and direction of the Association. It shall recommend and promote means of acquiring additional income to further the activities of the Association in addition to private, local and national contributions. Each year, this committee shall recommend membership fees for approval.

The **Nominating Committee** shall provide a slate of candidates to fill Board of Director and Officer Positions as set forth in Article XIII. Special committees shall be appointed by the Executive Committee as the need arises.

#### **ARTICLE XV — RULES AND REGULATIONS**

The Executive Committee shall determine, with the advice of the Constitution and Regulations Committee, and the President shall enforce a set of Association Rules and Regulations through which the functions of the Association shall be accomplished. The Rules and Regulations shall be amended by the Executive Committee as required to conduct the on-going business of the Association.

#### **ARTICLE XVI — AMENDMENT PROCEDURE**

The Constitution may be amended at a meeting of the Membership by two-thirds of the voting members present. The proposed change must be submitted to the ~~Finance and Planning Director~~Secretary in writing. Amendments for consideration must be submitted and approved no later than the

Executive Committee meeting prior to the Semi-Annual or Annual General Meeting. ~~The~~ Any proposed amendments must be available to all members at the meeting.

#### **ARTICLE XVII — DISSOLUTION**

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Rhode Island. It is the intent of the Association that all remaining assets shall be turned over to an Exeter-West Greenwich Regional School District athletic program to be determined by the Executive Committee. It shall be the right of the last remaining Executive Committee member to dissolve the Association pursuant to the provision of this article.

#### **ARTICLE XVIII — ASSOCIATION SEAL**

The Executive Committee may establish an Association Seal which shall appear on all correspondence and, in addition, shall be affixed to other items of the Association as determined by the Executive Committee. The seal of the Association shall, at a minimum, contain the words "Exeter - West Greenwich Youth Soccer Association", cut or engraved thereon.