BYLAWS OF GLEN ROCK UNITED SOCCER CLUB, INC.

Article I – Name

Section 1 The name of this Organization shall be Glen Rock United Soccer Club, Inc. (hereinafter "Glen Rock United", "GRU" or "the Club").

Article II – Purpose, Affiliation, Nonprofit Status

Section 1 GRU enhances the education, participation, and development of the young people of the Borough of Glen Rock by promoting, teaching, playing, and enjoying the game of soccer at both the recreational and competitive levels.

GRU shall, as a secondary purpose, promote the enjoyment of soccer to the residents of the Borough of Glen Rock and surrounding communities aged 19 and over by offering programming specific to this age group. This secondary purpose shall be to complement GRU's efforts in fulfilling its primary purpose, and shall not take precedence over, nor detract from, soccer programming for players aged 18 years and under.

GRU shall be affiliated with New Jersey Youth Soccer (NJYS), United States Youth Soccer (USYS), the Northwest Bergen Soccer Association (NWBSA), the Northern Counties Soccer Association (NCSA), US Club Soccer and/or any other sanctioned League or organization the Board of Trustees determines is in the best interests of the Club.

GRU is a 501(c)(3) nonprofit organized within the meaning of the New Jersey Nonprofit Corporation Act (the "Law"), and specifically N.J.S.A. 15A:2-1(a) of the Law, and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Article III – Membership

Section 1 Membership in GRU is granted to any member of the Board of Trustees, as defined below, appointed commissioner, any parent or guardian of a child who participates in GRU-sponsored activities, or any adult aged 19 or older who participates in GRU-sponsored adult soccer programming (collectively "Members" or "Membership" and individually "Member"). Membership is effective from August 1st to July 31st of the seasonal year in which the child participates. Participation as a player in GRU is open to any child or adult who resides in the Borough of Glen Rock, New Jersey or attends a school or is employed by a business located in Glen Rock, New Jersey. In special circumstances, a limited number of out-of-town players may be

permitted to play on GRU recreational teams with the approval of the Board of Trustees on a case-by-case basis. Membership in GRU shall be uncertificated.

Article IV – Board of Trustees

Section 1 **Composition**. The Board of Trustees (hereinafter "Board of Trustees" or "Board") shall be comprised of eleven members or as determined by a vote of the majority of the Trustees then in office but shall in no case be less than seven.

Section 2 **Election.** The members of the Board of Trustees shall be elected by the Membership at the Annual Meeting by a plurality of the vote in attendance at the Annual Meeting. No person shall be a candidate for the Board of Trustees unless they have been nominated by the Board of Trustees.

Section 3 **Term**. The trustees of the Board of Trustees (each a "Trustee") shall be elected at each annual meeting of the Members and each Trustee shall hold office until a successor is elected and duly qualified, but subject to such person's earlier death, resignation, removal, or disqualification. There shall be no limit on the number of terms in which any individual may serve as a Trustee of the Corporation.

Section 4 **Conflicts**. In the event one or more of the members of the Board of Trustees is also serving as a paid employee of the Club, the voting of the Board of Trustees regarding financial issues will be limited to that of the remaining unpaid members. Upon acceptance of election as a Trustee, any Trustee who has a financial interest that might affect the Trustee's votes on the Corporation's business shall identify the nature of the interest. Any Trustee having a conflict of interest with respect to any item of business to be voted upon shall state the nature of the possible conflict and refrain from voting. Any Trustee who is uncertain whether a conflict of interest may exist in any matter may request the Board to resolve the question by majority vote.

Section 5 **General Powers**. The Board of Trustees of GRU shall have the power and responsibility to manage all the affairs of the Club on any and all questions relating in any manner whatsoever thereto, and to make all contracts necessary for the proper transaction of all business. They shall have entire jurisdiction over all matters pertaining to the care, conduct, control, supervision and management of GRU and its finances, shall approve the GRU's registration fees and charges, and all appropriations shall be made by them. The Board of Trustees shall be required to approve any unbudgeted expenses greater than or equal to $1,000. The Board of Trustees shall also have the authority to delegate their powers as they deem appropriate in their sole discretion. The Board of Trustees shall have the power to relax any and all rules in the interest of the Club.

Section 6 **Team Selection & Leagues of Play**. Team selection, the designation of the teams, the amount of the Club and team fees, coaches and parent manager selection, trainer partner selection, all aspects of the player, coach and spectator code of conduct shall be determined solely by the Board of Trustees. The Board of Trustees shall also solely be responsible for the leagues of play, the designation of age groups, the number and structure of the individual teams, the entry into tournaments, the designation of unforms and all other Club and team activity.

Section 7 **Removal & Resignation.** Subject to the Law, one or more or all the members of the Board of Trustees may be removed with or without cause by the affirmative vote of the majority of the votes cast by the Members entitled to vote for the election of Trustees. The Board of Trustees may remove Trustees for cause and suspend a Trustee pending a final determination that cause exists for removal through the vote of a majority of the Board of Trustees. Any trustee may resign at any time by notifying the President or Corporate Secretary. Any such resignation shall be in

writing and shall take effect upon receipt or, if later, at the time specified in the notice. The acceptance of such resignation shall not be necessary to make it effective.

Section 8 **Vacancies on the Board of Trustees**. A vacancy occurring in the Board of Trustees shall be filled by a majority vote of the Board of Trustees at a meeting called for that purpose or at a regularly scheduled Board Meeting. The term of the appointment shall begin immediately and continue until the next Annual Meeting in June.

1. The President may temporarily appoint someone to fill a vacancy until it is filled as described above.

2. Vacancies shall be announced to all Club Members and nominations welcomed.

Section 9 **Staff and Director of Coaching.**

1. Authority to Engage Staff
   The Board of Trustees shall have the authority to hire or engage such employees and independent contractors as it deems necessary to carry out the operations of the Club, and to determine the terms of their engagement, including compensation and termination.

2. Director of Coaching
   The Board of Trustees may, at its discretion, hire or engage a Director of Coaching ("DOC") to oversee the technical and developmental aspects of the Club's soccer programs. The DOC shall report to the Board of Trustees, or to such officer or committee as the Board may designate, and shall serve under a written agreement approved by the Board.

   The Board of Trustees shall retain authority over the governance, strategic direction, and financial affairs of the Club. The Board may delegate to the Director of Coaching responsibility for the administration and technical operation of the Club's soccer programs, including oversight of coaches, trainers, and player development, subject to the policies and direction established by the Board.

Section 10 **Annual Meetings**. The annual meeting of the Board of Trustees for the purpose of setting the number of trustees and electing trustees and Officers, as defined below, and transacting such other business as may come before the Board of Trustees at such meeting shall be held in June on such date and at such time as shall be fixed by the Board of Trustees.

Section 11 **Regular Meetings**. The Board shall hold regular meetings according to a schedule and location established by the Board. The budgets of GRU's youth and adult programs shall be presented by one or more of the Club's Officers at the monthly Board meeting prior to the scheduled opening of registrations for the individual programs.

Section 12 **Special Meetings**. Special meetings of the Board may be called by the President. However, if the purpose of the special meeting of the Board is to remove the President as pursuant to Article V, then all members of the Board of Trustees must receive notice or waive notice as pursuant to these Bylaws.

Section 13 **Required Notice & Waiver**. Notice of any meeting of the Board shall be given to all Trustees at least forty-eight (48) hours in advance to the physical or electronic address as listed on the books of the Board. Notice of any meeting need not be given to any Trustee who signs a waiver of

notice, whether before or after the meeting. The attendance of any Trustee at a meeting without protesting prior to the conclusion of the meeting the lack of notice of the meeting will constitute a waiver of notice by that Trustee.

Section 14 **Quorum for Board of Trustee Meetings**. A quorum is defined as sixty percent (60%) or more sitting members of the Board of Trustees present. If at any meeting of the Board of Trustees there is less than a quorum present, the present members of the Board of Trustees may adjourn the meeting from that time until a quorum is present as permitted under the Law.

Section 15 **Manner of Acting**. The act of the [majority] of the Board of Trustees present at a meeting at which a quorum is present shall be the act of the Board or the committee, unless a greater number is required by the Act or the certificate of incorporation.

Section 16 **Action without Meeting**. Any action required or permitted to be taken pursuant to authorization voted at a meeting of the Board or any committee thereof may be taken without a meeting if, prior or subsequent to the action, all Trustees of the Board or of the committee, as the case may be, consent thereto in writing and the written consents are filed with the minutes of the proceedings of the Board or committee.

Section 17 **Participation by Means of Remote Communication**. Any or all Trustees may participate in a meeting of the Board by means of conference telephone or any means of communication by which all persons participating in the meeting are able to hear each other.

Section 18 **Number of Votes**. Each Trustee shall be permitted to cast one vote on all matters in which he or she may vote on. However, the Trustee serving as the President shall only be able to vote on a proposal submitted to the Board of Trustees to break a tie of the vote of the other members of the Board of Trustee in attendance, or by proxy.

Article V – Officers & Agents

Section 1 **Officer Election; Term**. At each annual meeting the Board of Trustees shall elect from among the Board of Trustees a President, subject to the conditions written below, a First Vice President, a Second Vice President, Corporate Secretary, Treasurer, Second Treasurer, Registrar, Director of Competitive Coaching and Player Development, Director of Recreational Coaching and Player Development, Club Representative, Director at Large, and such other officers (collectively the "Officers" or individually "Officer") it shall deem necessary or desirable. The Board of Trustee's may also appoint agents from time to time as it shall deem necessary or desirable ("Agents"). One person may hold two or more offices, but no Officer shall execute, acknowledge or verify any instrument in more than one capacity if the instrument is required by law or these Bylaws to be executed, acknowledged or verified by two or more Officers. Officers, except for the President, shall hold office until the first annual meeting after their election and until their successors are elected and qualified, subject to earlier termination by removal or resignation. Officers may serve an unlimited number of terms. Subject to a resolution by the Board of Trustees, the President shall serve for an initial term of two (2) years and may be reappointed to successive one (1) year terms thereafter with the approval of the Board of Trustees.

Section 2 **Removal and Resignation; Vacancies**. Any Officer elected or appointed by the Board of Trustees may be removed by the Board of Trustees, with or without cause. Any Officer may resign at any time by notifying the President or Corporate Secretary. Any such resignation shall be in writing and shall take effect upon receipt or, if later, at the time specified in the notice. The acceptance

of such resignation shall not be necessary to make it effective. Any vacancy occurring among Officers, however caused, may be filled by the Board of Trustees at any meeting for the unexpired portion of the term, provided that if the office of President is vacated, the First Vice President shall become President. The First Vice President vacancy shall be filled by the Second Vice President. If the First Vice President declines to a accept the position of President, the Second Vice President shall assume the role of President. The Second Vice President's office shall then become the vacated one and filled as described above. If the offices of both Vice Presidents are vacant or if both Vice Presidents decline to assume the position of President, any other member of the Board of Trustees, as appointed under this Section, shall temporarily act as President until a new President is elected. The nominee for President shall be approved by a majority vote of the Board of Trustees. The vacating President shall not vote on his/her replacement.

Section 3 **Officer & Officer Duties**.

A. The *President* shall prepare meeting agendas, preside at all meetings and shall be responsible for all communications from GRU. The President may sign, with the knowledge and authorization of the Officers, documents of GRU including contracts or other instruments which the Officers have authorized to be executed. The President shall approve all disbursements of the Club's annual budgeted expenses by the Treasurer.

The President shall serve as liaison between GRU and other organizations, to serve as the general representative of GRU in all matters and to carry out such other and further duties as from time to time as assigned by the Board of Trustee. The president may also appoint one or more of the Officers to represent the Club at meeting or events requiring a GRU representative.

B. The *First Vice President* shall act in the absence of the President with the same authority and shall perform other duties as assigned by the Officers. The First Vice President will carry out such other and further duties as assigned by the President.

C. The *Second Vice President* shall act in the absence of the President and First Vice President with the same authority and shall perform other duties as assigned by the Officers. The Second Vice President will carry out such other and further duties as assigned by the President.

D. The *Corporate Secretary* shall keep the official records of GRU including minutes of all meetings and be responsible for the preservation of any documents and internal communications.

E. The *Treasurer* shall receive, disburse, and account for all funds of GRU in a timely manner. The funds of GRU shall be kept in a bank designated by the Officers. The Treasurer shall provide a financial report at each monthly meeting, assist in the preparation of and track the Club's annual budget, and shall be responsible for the filing of all forms and reports required by state or federal government agencies. The Treasurer will carry out such other and further duties as or assigned by the President.

F. The *Second Treasurer* shall assist in the receipt, disbursement, and accounting for all funds of GRU in a timely manner. The Second Treasurer shall assist as required in providing a financial report at each monthly meeting, assist in the preparation of and track the Club's annual budget, and shall assist in the filing of all forms and reports required by state or federal government agencies. The Treasurer will carry out such other and further duties as or assigned by the President.

G. The *Registrar* shall be responsible for registration of players and coaches in the recreational and travel programs, shall maintain appropriate records pertaining to player registration, and shall assist in the formation of recreational teams.

H. The *Director of Competitive Coaching and Player Development* shall provide direction to the trainers oversee coach and player development assist in recruiting and training new coaches manage player tryouts and evaluations, work with the training partner to advise on player development curriculum and participate in any other sponsored programs as assigned by the President.

I. The *Director of Recreational Coaching and Player Development* shall provide direction to the trainers, oversee coach and player development, assist in recruiting and training new coaches, manage player tryouts and evaluations, work with training partner to advise on player development curriculum, and participate in any other sponsored programs as assigned by the President.

J. The *Club Representative* shall represent GRU and its interests at all League meetings and functions, coordinate with the Borough of Glen Rock's Director of Parks and Recreation and Board of Education to secure field allocations for practices and matches, oversee or create and maintain a practice grid for all team practices, and schedule all home matches.

K. The *Director at Large* shall participate in the responsibility for overseeing the organization's governance, strategic direction, and financial stewardship. As needed at the direction of the President or Board of Trustees, the Director at Large shall serve on or chair committees, participate or chair special projects, and support the organization's mission through their active participation and leadership.

Section 4 **Officer Compensation**. Compensation, if any, for the Officers of the Corporation shall be set by the Board in its sole discretion.

Section 5 **Agents**. Subject to Section 1 of this Article, the Board of Trustees shall also appoint, through resolutions, Division Commissioners for GRU (collectively "Division Commissioners" or singularly "Division Commissioner") who shall not be deemed Officers of the Company but shall be responsible for, in addition to the duties listed in Article VIII, the managing, administrating, retaining and assigning coaches, assistant coaches, acquiring uniforms, distributing, running of divisions on a week to week basis as required, running clinics as prescribed by the Club, organizing equipment, and giving out of medals at the end of each season. The Service of Division Commissioner on behalf of the Club shall not be on a voluntary basis. The following duties listed in Article VIII of these Bylaws. Division Commissioners will not have any voting rights in connection with determining an action on behalf of the Club.

Section 6 **Parent Managers**.

The Board of Directors or its designee may appoint Parent Managers for each Competitive Travel Team to provide administrative and logistical support. The Parent Manager shall assist with team communications, scheduling coordination, dissemination of Club information, and general team administration. The Parent Manager shall not have authority over coaching decisions, player selection, or other technical matters, and shall perform such additional duties as assigned by the Board or Director of Coaching. Parent Managers shall not be deemed Officers.

Meetings for Parent Managers for Competitive Travel teams will be held in September, March/April and June.

Article VI – Meetings of Members

Section 1 **Regular Meeting of Membership**. Meetings of the Membership shall be held at the call of the Board of Trustees either virtually or in-person provided that at least one meeting be held monthly. The Meeting held in January is optional at the discretion of the President. The Trustees are expected to attend a majority of the monthly meetings of GRU.

Section 2 **Place of Meeting**. The Board may designate any place within or outside the State of New Jersey as the place of meeting for any annual, regular, or special meeting of the members.

Section 3 **Electronic and/or Remote Meetings**. The Board may authorize Members to participate in a meeting by means of remote communication. The Board must implement reasonable measures to:

(a) verify that each person participating remotely is a member or a proxy of a member;

(b) provide each member participating remotely with a reasonable opportunity to participate in the meeting, including an opportunity to vote on matters submitted to the members, and to read or hear the proceedings of the meeting substantially concurrently with those proceedings; and

(c) record and maintain a record of any votes or other actions taken by remote communication at the meeting.

Section 4 **Notice of Meetings**. Written notice stating the time, place, and purpose(s) of any meeting of Members shall be delivered personally, or by mail, or posted to the GRU website, to each member of record entitled to vote at the meeting not less than ten nor more than sixty days before the date of the meeting. If the Board has authorized participation by Members by means of remote communication, the notice to Members must describe the means of remote communication to be used. Meeting dates shall also be posted on the Club's website (glenrockunited.org) at least ten days in advance, or as quickly as possible after the announcement of the meeting date.

Section 5 **Special Meetings of Membership**. A special meeting of the Board of Trustees or the Membership may only be called by the President. Notice of such meetings shall be done in accordance with these Bylaws. Notwithstanding any provision herewith, upon the application of not less than 10% of all the Members entitled to vote at a meeting, the superior court, in an action in which the court may proceed in a summary manner, for good cause shown, may order a special meeting of the Members to be called and held at a time and place, upon notice and for the transaction of such business as may be designated in the order.

Section 6 **Annual Meeting of Members**. At such date, hour, and location as determined by the Board of Trustees, the meeting held in the month of June shall be called the Annual Meeting and shall be for the election of the Board of Trustees, Agents, and any other business as may come before the meeting. Meetings shall be conducted per the procedures set forth in Robert's Rules of Order for informal meetings of small boards.

Section 7 **Quorum**. Unless otherwise required by the Act, the Members entitled to cast votes at a meeting shall constitute a quorum at the meeting. If a quorum is not present at any meeting, those present must immediately adjourn for purposes of deciding any matter that requires a vote of the

membership. Pursuant to Section 15A:5-3 of the Act, quorum for Special Meetings of the Members shall be the members present in person or by proxy and having voting powers for the transaction of the business designated in such order.

Section 8 **Record Date**. To the fullest extent under the Law, the Board of Trustees may fix a record date, in advance, a date as the record date for determining the Members with regard to any corporate action or event and, in particular, for determining the Members entitled to: 1) notice of or to vote at any meeting of Members or any adjournment thereof; 2) give a written consent to any action without a meeting; or 3) receive or enjoy any benefit or right. The record date may in no case be less than 10 days or more than 60 days prior to the members' meeting or other corporate action or event to which it relates. The record date to determine Members entitled to give a written consent may not be more than 60 days before the date fixed for tabulation of the consents or, if no date has been fixed for tabulation, more than 60 days before the last day on which consents received may be counted.

Section 9 **Actions at Meetings**. Each Member shall be entitled to one vote at the Annual Meeting. Unless required by the Law or Certificate of Incorporation, a majority of the votes casted at a meeting of the Members by the Members entitled to vote thereon shall authorize the proposed action.

Section 10 **Action without a Meeting**. Except with respect to actions to be taken pursuant to Chapter 10 of the Law (with respect to merger, consolidation, and sale of assets), any action required or permitted to be taken at a meeting of members, other than the election of Trustees, may be taken without a meeting upon the written consent of Members who would have been entitled to cast the minimum number of votes which would be necessary to authorize the action at a meeting at which all Members entitled to vote thereon were present and voting, if:

(a) the Corporation provides to all other Members advance notification setting forth the proposed action consented to;

(b) the proposed action is not consummated before the expiration of ten days from the giving of the notice; and

(c) the notice sets forth the existence of such ten-day period.

Section 11 **Waiver of Notice**. To the fullest extent permitted under the Law, the notice of meetings as required pursuant to this Article may be waived by the Members who sign a waiver of notice in person or by proxy, whether before or after any meeting. The attendance of any member at a meeting, in person or by proxy, without protesting prior to the conclusion of the meeting the lack of notice of the meeting, shall constitute a waiver of notice by that member.

Article VII – Committees

Section 1 **Committees**.

A. The Board, by resolution adopted by a majority of the entire Board, may appoint from among the Trustees an Executive Committee and one or more other committees, each of which shall have at least one or more members. To the extent provided in the resolution or in the certificate of incorporation, each committee shall have and may exercise all the authority of the Board, except that no committee shall:

i) Make, alter, or repeal any bylaw of the corporation;

ii) Elect or appoint any Trustee, or remove any Officer or Trustee;

iii) Submit to Members any action that requires Members' approval; or

iv) Amend or repeal any resolution previously adopted by the Board.

B. The Board, by resolution adopted by a majority of the entire board, may:

i) Fill any vacancy in any committee;

ii) Appoint one or more Trustees to serve as alternate members of any committee, to act in the absence or disability of members of any committee with all the powers of the absent or disabled members;

iii) Abolish any committee at its pleasure; and

iv) Remove any Trustee from membership on a committee at any time, with or without cause.

Section 2 **Power of Committees**. Committees shall only have the power to make recommendations to the Board of Trustee. Committees shall not have the power to implement or act on their recommendations without the advice, approval, and consent of the Board of Trustees.

Section 3 **Investment Committee**.

A. There shall be a standing Investment Committee (hereinafter "IC") consisting of five (5) members of the Board of Trustees, one of whom shall be the Treasurer.
B. The IC shall be re-authorized every year at the Annual Meeting by majority vote of the Board of Trustee in attendance at the Annual Meeting.
C. The members of the IC shall be elected by the Board of Trustee at the Annual Meeting.
D. The members of the IC shall serve one (1) year terms and may be re-elected.
E. The members of the IC shall elect an Investment Committee Chairman ("IC Chairman") from within the IC membership by majority vote.
F. The IC shall maintain an Investment Policy Statement which shall ultimately be approved by the Board of Trustee. All proposed changes to the Investment Policy Statement shall be presented by the IC Chairman at any scheduled monthly meeting for review and approval by the Board of Trustee.
G. The IC may be dissolved by a two-third vote of the Board of Trustee present at any monthly GRU meeting and securities liquidated and returned to the Club as soon as is reasonable following dissolution of the IC.

Section 4 **Reporting of Actions**. Actions taken at a meeting of any committee shall be reported to the Board at its next meeting following the committee meeting; except that, when the meeting of the Board is held within two days after the committee meeting, the report shall, if not made at the first meeting, be made to the Board at its second meeting following the committee meeting.

Section 5 **Quorum & Voting, Waiver, and Manner of Acting**. The presence of a majority of the committee members of a committee established by the Board of Trustees shall be required to achieve quorum. The vote of a majority of the committee members at a meeting of the committee shall be required for the committee to act. Sections 13 and 15-17 of Article IV of these Bylaws shall apply to all of the committees of the Board of Trustees, as applicable.

Article VIII – Coach and Player Appointments

Section 1 All coaches, assistant coaches and parent managers shall be appointed to teams by their respective Division Commissioners, or with approval from the Board of Trustees if there is no Division Commissioner. Coaching appointments are subject to completion of a background check

that shows no behavior that would jeopardize or endanger the welfare of minors along with successful completion of the Rutgers Sports Awareness for Educating Today's Youth (S.A.F.E.T.Y.) or other approved class that that meets the "Minimum Standards for Volunteer Coaches Safety Orientation and Training Skills Programs" (N.J.A.C. 5:52) and provides partial civil immunity protection to volunteer coaches under the "Little League Law" (2A:62A-6 et. seq.). Coaches and parent managers of competitive and recreational travel teams must complete any additional requirements as determined by the Board of Trustee or in leagues of play. Coaching and parent manager appointments may be rescinded by a majority vote of the Board of Trustees.

Section 2 All eligible players shall be appointed to teams by their respective Division Commissioners or by an individual approved by the Board of Trustees. The privilege of playing on a GRU team may be rescinded by a majority vote of the Board of Trustees.

Section 3 The Board of Trustee shall have the authority to hear and pass judgment on all protests and appeals and their decision will be final. The protest or appeal must be in writing, must describe in detail the grounds for the protest or appeal and must be presented to the President a minimum of seven days prior to the next scheduled Board of Trustee meeting.

Article IX – Annual Dates

Section 1 Fiscal Year: The Fiscal Year of GRU shall be from February 1st to January 31st of the following year.

Section 2 Seasonal Year: The Seasonal Year of GRU shall be from August 1st to July 31st of the following year, or as established by the organizations with which GRU is affiliated under Article II.

Article X – Fees

Section 1 Each member shall be responsible for payment of GRU Registration fees for each program in which they participate. Club fees assist in the payment of costs for training staff, team registration in league(s), field lining in the spring, portable lights, insurance, the fall tournament and other GRU operating expenses. A player shall not be permitted to participate in a league game until full payment of the club fees is received unless prior approval is obtained from the Board of Trustee. The Board of Trustees has the right to grant partial or full scholarships to any player who petitions GRU. Petitions will be reviewed by the President, Treasurer and the Registrar and a recommendation made to the Board of Trustees, who will have the final vote. In cases of financial hardship those names will not be shared with other Members of the Club.

Article XI – Competitive Travel Program

Section 1 *Tryouts*: Annual tryouts for Competitive Travel teams shall be held each spring. All interested players are required to attend tryouts for each new seasonal year. Tryout dates and times shall be arranged by the Board of Trustees. If an opening exists on a team after tryouts are completed, additional players may be added with the approval of the Board of Trustees. A player shall not be denied the opportunity to participate based on gender, race, color, orientation or religion. During the tryout period, professional evaluators, coaches and trainers grade each player. A player's grade shall be based on the player's tryout evaluation, a GRU player's performance from the recently completed season (for existing GRU players only), athleticism, attitude, commitment to the team, and positional considerations.

Final team formations are to be approved by the Board of Trustees. The most skilled team is designated the Elite Team, and if needed, the second team would be designated as the Premier Team and the third team as the Academy Team. Players selected for teams shall participate during the next seasonal year (fall and spring). Teams added in the spring season may be subject to tryouts as well. Players shall be admitted into these programs until the programs have reached capacity. Please note that all teams selected based on a player-ability first approach, meaning players are not able to maintain their roster spot on a team just because their volunteer parent was previously the coach on the team.

Section 2 *Commitment*: Each player shall be expected to attend all games, practice sessions and tournaments and to work on skill development outside of regular team activities. The coach has the authority to reduce playing time, for any reason including, but not limited to, any unapproved absences. GRU is considered a full-year commitment, however, there is greater leniency in the spring season if players have training conflicts with spring sports. There is still an expectation that players will attend at least one of the training sessions per week to maintain cohesion with the team.

Section 3 *League of Play*: GRU teams shall participate in the leagues of play designated by the Board of Trustees. The leagues of play may be changed at any time by the Board of Trustees. No GRU team shall unilaterally decide to participate in a different league, any additional leagues, or play in a league flight other than their age- and gender-appropriate flight without prior approval of the Board of Trustees. The Club's primary leagues for competitive teams are Northern Counties Soccer Association (NCSA) and EDP Leagues.

Section 4 *Mid-Season Teams*: At its discretion, the Board of Trustees may create mid-season teams to help provide more opportunities for players to participate in soccer. Specifically, the Board of Trustees may add high school teams in the spring or summer season, so Glen Rock players have an opportunity to continue competing with their teammates in Glen Rock (vs. joining competitive teams in other towns).

Section 5 *Tournaments*: GRU shall be responsible to all teams for providing registration fees for one (1) tournament in a seasonal year. Teams shall be financially responsible for all additional tournament fees. Coaches are permitted to enter additional tournaments throughout the season and may work with coaches from other flights and age groups in GRU to combine teams for tournament play.

Section 6 Fines: The actions of a player, coach, assistant coach or spectator may result in disciplinary actions and fines being levied against GRU by the league. GRU is obligated by the league rules to pay such fines. All coaches shall reconcile with GRU for any such fine. The failure to do so will result in the termination of his/her coaching position. A coach shall, however, be given an opportunity to present an account of the actions leading up to the fine and the Board of Trustees may waive reimbursement, if such a waiver is warranted. The Board of Trustees reserves the right to levy fines or discipline above and beyond any actions made by the league.

Article XII – Uniforms

Section 1 The Board of Trustees shall designate official Club uniforms. All uniforms shall be purchased at the GRU-designated uniform supplier. Official uniforms for both the competitive and recreational programs are to be worn to all games and tournaments. Coaches are permitted to use the practice jerseys for games if they choose and/or alter uniform elements (e.g., pink socks for Breast Cancer

Awareness Month) so long as all players are uniform on the field with the permission of the Board of Trustees.

Article XIII – Indemnification

Section 1 **Indemnification**. To the fullest extent permitted under the Law, GRU shall indemnify each of its Officers and members of the Board of Trustees, whether or not then in office, against all reasonable expenses actually and necessarily incurred by such person, including such expenses incurred in any civil, criminal, or administrative suit or proceeding to which he/she may have been a party while serving as a director or Officer. Such person shall have no right to reimbursement, however, in relation to matters as to which he/she was derelict in the performance of his/her duty by reason of willful misconduct, bad faith, gross negligence, or reckless disregard of the duties of his/her office. The right to indemnification to expenses shall also apply to expenses of suits, which are comprised or settled prior to a final judgment in a court of competent jurisdiction.

Section 2 **Insurance**. The Corporation may provide for the indemnification of or advancement of expenses to indemnitees, such as by purchasing directors and officers liability insurance. Accordingly, each Officer and member of the Board of Trustees, whether or not then in office, shall be insured under a Director and Officer policy, the cost of which shall be paid out of the operating funds of GRU.

Section 3 **Reimbursement**. The Board of Trustees shall have the right to incentivize candidates for the Board of Trustees for up $1,000 in the form of Registration reimbursement to be decided on a yearly basis at the Annual Meeting.

Article XIV – Dissolution of the Club

Section 1 The Club may choose to dissolve itself as permitted under New Jersey law. After payments of all just debts of GRU upon dissolution, the remaining assets shall be distributed, except as otherwise required by law, to the Department of Parks and Recreation of the Borough of Glen Rock, in the County of Bergen, State of New Jersey, solely for the purpose of promoting and furthering the playing and enjoying of the game of soccer among the young people of Glen Rock.

Article XV– Amendments

Section 1 These Bylaws may be amended by the Board of Trustees or Members as pursuant to the Law.

GRU's Certificate of Incorporation, as amended from time to time, may be amended as pursuant to the Law.

Article XVI – Parliamentary Authority

Section 1 The rules contained in the current edition of Robert's Rules of Order shall govern the GRU in all cases unless otherwise provided for in these Bylaws, or any special rules of order the Officers may adopt in the best interests of GRU and its Members.

Article XVII – Adoption of Bylaws

Section 1 These Bylaws were adopted on June 26, 2025 by a vote of the Board of Trustees and/or Membership of the Glen Rock Soccer Club and Glen Rock Shooting Stars, respectively taken. These Bylaws were amended March 27, 2026, April 16, 2026, and October 15, 2026 by a vote of the Trustees pursuant to Article XV – Amendments. These Bylaws shall be in effect hereafter until updated and republished.

[End of Bylaws].