



# North Port Youth Soccer, Inc. Bylaws



## **Article I - Organizational Name**

The name of this organization shall be North Port Youth Soccer, Inc., herein referred to as NPYS. The NPYS competitive program will be referred to as North Port Football Club (NPFC) with the moniker "Fusion". NPYS is affiliated with Florida Youth Soccer Association, herein referred to as FYSA. The NPYS fiscal year runs from September 1 to August 31.

## **Article II – Purpose and Mission**

NPYS is a 501(c)(3) non-profit organization incorporated in North Port, Florida on February 4th, 1995. The purpose of NPYS is to promote the physical, mental, emotional growth, and development of North Port's youth through the sport of soccer at all age levels. The mission is to teach and make soccer fun while developing a passion for the game for years to come.

## **Article III - Membership**

1. The general membership of NPYS is limited to the parents and legal guardians of active, approved players, as well as all coaches, volunteers, and sponsors approved by the Board of Directors of NPYS.
2. The general membership may attend any and all open meetings of NPYS, including Board of Directors' meetings.
3. The general membership may address the Board of Directors at any of its meetings, other than during closed sessions, provided that said members have submitted a request to the President of NPYS to be placed on the agenda at least twenty-four (24) hours in advance of the meeting.

## **Article IV - The Board of Directors of NPYS**

1. NPYS shall be operated by a Board of Directors. The Board of Directors shall consist of the following **eight** director positions to be held separately by individuals duly elected by the general membership in accordance with Article V.

- A. President;
- B. Vice President;
- C. Treasurer;
- D. Secretary;
- E. Recreational Director;
- F. Director of Fundraising;
- G. Director of Concessions; and,
- H. Director of Fields and Assets.

2. The regular term of each board position shall begin upon the completion of the vote for each position by the general membership set forth in Article V below, and ending two years later at the conclusion of the same vote. The Board of Directors may add or eliminate director positions by an affirmative vote of a super majority (at least 2/3) of the directors. Any change to the director positions described in this provision must also comply with the process for amending these Bylaws set forth in Article VI(4).

3. The Board of Directors may delegate certain of its powers and duties enumerated herein to staff members, independent contractors, and/or committees, in order to achieve its mission and purpose. However, such delegation shall not include the following powers, which shall remain solely and exclusively within the province of the Board of Directors:

- A. The power to amend these Bylaws;
- B. The power to remove a duly elected member of the Board of Directors;

- C. The power to make or terminate interim appointments to the Board of Directors; and,
- D. The power to eliminate or add positions on the Board of Directors.

## **Section A - General Powers**

1. The Board of Directors of NPYS shall have authority over any and all business conducted by NPYS.
2. The Board of Directors shall have the authority to settle any and all disputes within the general membership of NPYS.
3. The Board of Directors shall have the authority to approve any and all coaches, volunteers, and sponsors within NPYS who have met all FYSA criteria.
4. The Board of Directors shall have the authority to remove any and all individuals and/or groups from any and all NPYS functions that are, in the determination of the Board of Directors, detrimental to the purpose of NPYS.
5. The Board of Directors shall have the authority to remove any director from his or her position on the Board by an affirmative vote of a super majority of the Board of Directors. Removal due to two or more consecutively missed NPYS board meetings without prior approval by the President of NPYS requires an affirmative vote of only a simple majority (more than 50%) of the Board of Directors.
6. Resignations of any director shall be made in writing and given to the President of NPYS. Resignations shall take effect upon acceptance by the Board of Directors.
7. The Board of Directors shall have the authority to fill by appointment of an interim director any and all vacancies on the Board of Directors at any time prior to the annual general meeting. Such action shall be by affirmative vote of a simple majority of the Board of Directors. The interim appointment shall be valid through the expiration of the vacant board position's regular term, or termination of the appointment by an affirmative vote of a simple majority of the Board of Directors, whichever occurs first.
8. The Board of Directors shall have the authority to suspend from participation with NPYS any player, coach, referee, or volunteer by affirmative vote of a majority of the Board of Directors. The suspended participant shall have the right to appeal the suspension upon notice delivered to the President via regular mail or email. The appeal

shall be heard by the Board of Directors in a closed session at a regular or special meeting within 48 hours of the President's receipt of the notice. The notice of appeal does not stay the suspension, and said suspension shall be lifted only by an affirmative vote of a simple majority of the Board of Directors.

## **Section B: General Duties**

1. Each newly elected director shall complete all risk management requirements set forth by FYSA for administrative roles in youth soccer, including, but not limited to, satisfactory completion of an FYSA-compliant background check and player safety education. Failure to timely complete said requirements subjects the director to removal by an affirmative vote of simple majority of the remaining directors.
2. All NPYS expenditures shall be first approved by an affirmative vote of a majority of the Board of Directors. Votes authorizing expenditures of \$500.00 or less may be conducted via electronic or digital means without the necessity of a formal Board meeting.
3. The Board of Directors shall create a detailed list of the specific duties for each board position that is to reviewed and updated by the Board at least annually to ensure efficient continuity of NPYS operations during board member transitions. The general job duties for each Board of Director position are as follows:

**President:** The President shall have all of the duties customarily held by the chief executive officer of a corporation, and shall preside over all NPYS meetings. However, the President may vote on a matter before the Board of Directors only to break an otherwise tied vote. The President shall serve as the community spokesperson for NPYS and shall be the direct liaison with governmental authorities and media outlets in all matters regarding NPYS activities, announcements, concerns, and complaints.

**Vice President:** In the absence of the President, or in the event of his/her inability to act, the Vice President shall perform all the duties of the President, and when so acting, shall hold of the powers and be subject to the limitations of the President. The Vice President shall also perform such other duties from time to time that may be assigned to him/her by the President.

**Treasurer:** The Treasurer shall have all of the duties customarily held by the chief financial officer of a corporation, including maintaining records of all NPYS finances and reporting on the same at all regularly scheduled Board meetings.

**Secretary:** The Secretary shall maintain an accurate record of all meetings and submit meeting minutes to all members of the Board of Directors within at least one week of each meeting. The Secretary shall also maintain all non-financial records of NPYS, manage NPYS websites and social media accounts, and file all necessary documents for maintaining NPYS as a tax exempt, non-profit corporation.

**Recreational Director:** The Recreational Director shall oversee all aspects of the recreational program of NPYS.

**Director of Fundraising:** The Director of Fundraising shall oversee all fundraising activities of NPYS, including grant writing, development of sponsor/donor relationships, and managing special events.

**Director of Concessions:** The Director of Concessions shall be responsible for overseeing the operation of concession activities at NPYS events, including the purchase and tracking of inventory, documenting and reporting expenses to the Treasurer, and ensuring concession activities are properly staffed.

**Director of Fields and Assets:** The Director of Fields and Assets shall oversee all equipment resources and field management activities of NPYS, including the purchase, maintenance, and management of all equipment inventory, arrangement and set-up of all fields, and to serve as the NPYS liaison with municipal/county departments responsible for soccer fields.

4. The Board of Directors shall provide for the personnel expertise necessary to the development of players, coaches, teams, and referees. In its discretion, the Board may choose to retain, via written contract, individuals to perform certain functions incidental to carrying out this duty, including, but not limited to, the following:

**Director of Coaches (DOC):** The DOC would oversee all on-field activities of NPYS, to be described more specifically in a contract to be executed by the DOC and the President with a term of not more than twelve months.

**Competitive Director:** The Competitive Director would serve as the liaison between the Board of Directors and the DOC. The Competitive Director would also serve as the liaison between the DOC and other interested parties of NPYS, including, parents, coaches, and referees. The details of the Competitive Director's role in this regard shall be described more

specifically in a contract to be executed by the Competitive Director and the President with a term of not more than twelve months.

**Referee Assignor:** The Referee Assignor would be responsible for overseeing and coordinating the officiating of all NPYS matches, to be described more specifically in a contract to be executed by the Referee Assignor and the President with a term of not more than twelve months.

**Club Registrar:** The Club Registrar would be responsible for managing the administrative tasks of the recreational and competitive programs, to be described more specifically in a contract executed by the Club Registrar and the President with a term of not more than twelve months.

5. Each year the Board of Directors shall establish and approve an annual budget setting forth the anticipated revenues and expenses of the upcoming fiscal year. The Board of Directors shall form an Executive Committee to draft a recommended budget for the Board's consideration and approval. The members of the Executive Committee shall consist of the President, Treasurer, and at least one other Board Director. The Executive Committee shall convene meetings to be presided over by the President as often as reasonably required to timely draft and submit the recommended budget for the Board's approval. The final budget shall be approved by the Board of Directors no less than one month prior to the start of the fiscal year.

### **Section 3 - Meetings of the Board of Directors**

1. The regularly scheduled meetings of the Board of Directors shall be held on the second Wednesday of each month at the Narramore Sports Complex boardroom, or at a reasonably similar time and place designated by the President. For any such change, the President shall give at least 48 hours' notice to each member of the Board of Directors.

2. Robert's Rules of Order shall be the parliamentary authority for all NPYS meetings unless otherwise agreed to by the Board of Directors.

3. The President shall have the power to convene special meetings at any time upon at least 24 hours' notice to each member of the Board of Directors. The notice must include the date, time, and location of the meeting, and a general summary of the subject matter to be addressed at the special meeting.

4. The Board of Directors may hold closed sessions not open to the public at any special or regular meeting addressing particularly sensitive matters. The closed session

may be convened by the President or by an affirmative vote of a majority of the Board of Directors. The subject matter of the closed session must be disclosed to each member of the Board of Directors in advance of the session and shall be designated only as "Closed Session Matter" on any agenda published to the general membership.

5. A quorum at all Board of Directors' meetings shall be 50% plus one of the existing, filled Board of Director positions. In no event shall a valid quorum be less than three Directors. Any decision made or action taken pursuant to a Board of Directors' vote without a quorum shall be void and of no legal effect.

6. All Directors shall have one vote. Proxy or absentee ballots will be approved at the discretion of the President. All business to be approved shall require a simple majority of affirmative votes of the members of the Board of Directors, unless otherwise stated by these Bylaws.

7. The business to be conducted at every regular Board of Directors' meeting shall be set forth on an agenda delivered to each Board Member at least 24 hours in advance of the meeting and shall consist of the following subjects:

- a. Call to Order/Attendance;
- b. Secretary's Report;
- c. Treasurer's Report;
- d. Recreational Program Report;
- e. Competitive Program Report;
- f. Fundraising/Community Relations Report;
- g. Fields/Assets Report;
- h. Contractor/Staff/Committee Reports;
- g. New Business; and,
- i. Adjournment.

8. All Board of Directors' meetings shall be open to the general membership. The date, time, and location of every meeting, together with the respective agenda shall be published via at least one digital or electronic means, such as posting on a NPYS social media outlet or website, or mass email, no less than 24 hours in advance of said meeting.

## **Article V - Annual General Meeting**

1. NPYS shall have an annual meeting for the general membership, which will be presided over by the sitting President of NPYS on a day designated by the Board of Directors during the first three weeks of the month of January. The sole purpose of said meeting is for the election of members of the Board of Directors. No other business is to be transacted at said meeting.

2. The general membership shall elect a candidate, from among those who fulfill the requirements for placement on the ballot, to fill each board position then up for election. The two-year term of the Board of Director positions will be staggered, such that 50% of the positions will be up for election during even years and the remaining positions up for election during odd years, as follows:

### **Even Years**

President

Treasurer

Recreational Director

Director of Fields and Assets

### **Odd Years**

Secretary

Vice President

Director of Fundraising

Director of Concessions

3. For any subsequent change to the number of director positions, the Board of Directors shall, as much as is reasonably achievable, maintain an even split of the positions up for election between odd and even years.

4. All potential candidates for the Board of Directors must give notice of their interest to be placed on the ballot to the Secretary or President of the Board of Directors by the last regularly scheduled board meeting prior to the annuary general meeting. The Board of Directors shall provide monthly notices of the director positions up for election starting at least three months before the annual general meeting in which the positions will be voted upon. Each notice shall identify the director positions up for election, a brief description of the job duties for each position, the name of any candidate who has qualified to be on the ballot, and the time, date, and location of the annual general meeting in which the election is to be conducted. Each notice shall be sent by at least one form of communication regularly utilized to communicate with the general membership, such

as newspaper, email, or NPYS social media outlets. Any potential candidate with prior disciplinary action against him or her by NPYS or FYSA must obtain prior approval by the Board of Directors to be placed on the ballot for a Board of Directors position.

5. The general membership shall have only one vote per person present at the annual meeting. No proxy or absentee ballots shall be permitted.

6. Voting shall be by secret ballot.

7. Balloting and tabulation of the ballots shall be done in the presence of the general membership, and the members present shall have the right to inspect the ballots following tabulation. All ballots shall be tabulated by at least two of the following NPYS Directors: President, Vice President, Secretary, or Treasurer.

8. Upon the conclusion of the balloting and election, the President who presided over the annual general meeting shall announce the newly elected members of the Board of Directors, and adjourn the meeting.

## **Article VI - Miscellaneous**

1. **Registration Fees**: The Board of Directors shall review and set registration fees for NPYS recreational and competitive programs at least once annually. Payment of registration fees shall be in any manner deemed acceptable by the Board of Directors. Refund requests will be granted at the sole and absolute discretion of the Board of Directors.

2. **Scholarships**: The Board of Directors, in its discretion, may award scholarships that reduce or eliminate registration fees for certain players based on financial need. The Board of Directors shall appoint a committee of three board members to review scholarship applications and make an initial determination as to whether a scholarship, either full or partial, is warranted. A scholarship applicant may appeal an adverse determination by the committee to the full Board of Directors, whose decision is final. Every scholarship recipient shall be required to contribute volunteer hours to NPYS in an amount and manner determined by the Board of Directors. The failure to complete this requirement renders the scholarship recipient ineligible for future scholarships, unless and until the volunteer requirement is satisfied. Volunteer hours may be performed by another on behalf of the scholarship recipient, where approved by the Board of Directors.

3. **Dispute Resolution Process**: The Board of Directors shall establish a dispute resolution process to resolve complaints or conflicts involving players, coaches, or referees. The Board of Directors, in its discretion, may designate an individual or committee to investigate and make initial decisions regarding such matters. Any affected party may appeal the designee's decision to the full Board of Directors, whose decision is final for all matters pertaining solely to NPYS. If a particular matter implicates FYSA rules or regulations, an affected party may seek a remedy through FYSA's dispute resolution process, where applicable.

4. **Bylaws**: The Board of Directors shall be governed by these Bylaws, except where in conflict with the NPYS Articles of Incorporation or applicable law. The Board of Directors shall review these Bylaws annually no later than the first regular meeting following the annual general meeting. The Bylaws may be amended, at any time other than at the annual general meeting, upon an affirmative vote by a majority of the Board of Directors. Notice of the proposed amendment(s) must be published to the general membership via at least one digital or electronic means, such as posting on a NPYS social media outlet or website, or mass email, no less than fifteen days before the meeting in which the amendments are to be voted on. Unless decided by the Board of Directors otherwise, any amendment approved pursuant to the terms herein takes effect immediately. Upon approval of the amendments by the Board of Directors, the President, and either the Secretary or the Treasurer, shall sign and date the new Bylaws, and post the same on the NPYS website.

5. **Dissolution**: Should NPYS be dissolved, all assets remaining after payment of all debts shall be transferred to an appropriate 501(c)(3) organization for the express purpose of developing and promoting amateur youth soccer.

Approval Date: \_\_\_\_\_

\_\_\_\_\_  
NPYS President

\_\_\_\_\_  
NPYS Secretary or Treasurer