

**ROCK SPRINGS AVENGERS SOCCER CLUB  
AMENDED BYLAWS  
EFFECTIVE JULY 15, 2020**

**Article I. NAME AND OBJECTIVES**

Section 1.01 NAME. The name of the club shall be the "Rock Springs Avengers Soccer Club" but shall retain the trade names of the "Avengers" and the "Rock Springs Soccer Association"

**Section 1.02 MISSION AND OBJECTIVES.**

- (a) Mission. The Rock Springs Avengers Soccer Club (hereinafter "RSASC" or "the Club") is a volunteer organization dedicated to promoting soccer in Rock Springs, Wyoming and the nearby areas. RSASC develops valuable citizens by promoting teamwork, discipline and a positive attitude. RSASC also educates players and their families about soccer including coaching, refereeing and sportsmanship.
- (b) OBJECTIVES. The objectives of RSASC are to:
  - (i) Give every player, coach and referee the opportunity to develop their skills to the best of their ability.
  - (ii) Provide a healthy, safe and enjoyable soccer environment for all participants.
  - (iii) Provide a level of competition equal to each participant's ability, interest and desire.
  - (iv) Foster and promote sportsmanship, honesty, integrity and good will within the soccer community.
  - (v) Provide soccer-related educational opportunities to all players, coaches, parents, referees and the community at large.
  - (vi) Be a positive role model and provide leadership to the sports community.

**Section 1.03 APPLICATION.**

- (a) These Bylaws shall govern the operations and activities of the Rock Springs Avengers Soccer Club, Inc., a Wyoming non-profit corporation. The RSASC is a member of Wyoming Soccer Association (WSA) and, to the extent that the bylaws and/or rules of those two organizations are applicable to the operations and activities of RSASC, those bylaws and rules and regulations shall govern.
- (b) These Bylaws, when not in conflict with the bylaws and rules of WSA and, shall control the operations and activities of RSASC. In the event that these Bylaws impose more strict standards or restrictions than the bylaws or rules of WSA, these Bylaws shall govern.
- (c) As a member of WSA, the RSASC is a member of US Youth Soccer (USYS), under the direction of the United States Soccer Federation and FIFA (Fédération Internationale de Football Association). Membership in WSA and USYS allows RSASC teams to compete in state, regional and national tournaments.
- (d) To the extent not inconsistent with these Bylaws, the Board of Directors of this corporation shall be governed by Article 8 of the Wyoming Non-Profit Corporation Act, W.S. § 17-19-801, *et seq.* In the event that any of the provisions of these Bylaws are contrary to or inconsistent with such statutes, such

statutes shall apply. In the event that these Bylaws impose more strict or different requirements upon the Board of Directors or any director not inconsistent with such statutes, these Bylaws shall apply.

- (e) The Club may undertake any lawful activity to administer its affairs and obtain its objectives, alone or in conjunction with others, except any activity that would cause it to lose its exemption from United States federal taxation as provided by Section 501(c)(3) of the Internal Revenue Code of 1983, or as amended, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Bylaws, the Club shall not, except to an insubstantial degree, engage in the activities or exercise any powers that are not in furtherance of the purpose of the Club.

Section 1.04 OFFICES. The principal office of the Rock Springs Avengers Soccer Club shall be the home address of the current President of the Club. In addition to its principal office, the Club maintains such different offices at such places as the Board of Directors may designate.

*Section 1.05 ORGANIZATIONAL CHART.*

- (a) BOARD OF DIRECTORS – The Club shall be under the direction of a board of no fewer than 3 and no more than 7 directors and will retain authority for extraordinary actions but will delegate authority to two (2) executive committees for all ordinary business decisions.
- (b) EXECUTIVE COMMITTEE – COMPETITIVE - the Executive Committee-Competitive will be comprised of seven members who are appointed by the Board of Directors. The Executive Committee-Competitive is responsible for day-to-day management and decision making on behalf of the RSASC, and the following positions will constitute the Executive Committee: President-Competitive, Vice President – Competitive, Club Secretary, Club Treasurer, Club Director of Coaching and Club Registrar.
- (c) EXECUTIVE COMMITTEE – RECREATION - the Executive Committee-Recreation will be comprised of seven members who are appointed by the Board of Directors. The Executive Committee-Competitive is responsible for day-to-day management and decision making on behalf of the RSASC, and the following positions will constitute the Executive Committee: President - Recreation, Vice President – Recreation, Club Secretary, Club Treasurer, Club Director of Coaching and Club Registrar.
- (d) STANDING COMMITTEES – are comprised of the following and are chaired by either executive members or Board of Directors: Recreational, Competitive, Adult (as needed), Tournament and Sponsorship, and Coaching and Player Development.

Section 1.06 PROGRAMS. The Club will administer up to three soccer programs: (a) Recreation, (b) Competitive, and (c) Adult (as needed).

- (a) “Recreation” (as referred to herein) shall comprise all programs in the Club which meet the US Youth Soccer definition of “recreational league,” as follows:
  - (i) “Recreational league” means an intraclub league in which— (A) the use of tryouts, invitations, recruiting, or any similar process to roster players to any team on the basis of talent or ability is prohibited; (B) the club administering the league accepts any eligible youths as participants in the league (subject to reasonable terms on registration); (C) a system or rostering players is used to establish a fair or balanced distribution of playing talent among all teams participating; and (D) league rules require

that each player must play at least one-half of each game except for reasons of injury, illness, or discipline.

- (b) "Competitive" (as referred to herein) shall comprise all programs in the Club which would meet the US Youth Soccer definition of "classic team," "classic league," or "tournament team," as follows:
- (c) "Adult" (as referred to hereinafter) shall comprise all programs in the Club in which adults over 18 years of age play recreationally or competitively.

Section 1.07 DISSOLUTION. Upon the dissolution of the Club, assets shall be distributed to Rock Springs High School for funding of its soccer program or a local non-profit sports entity of the Board's choosing.

## **Article II. BOARD OF DIRECTORS**

Section 2.01 DIRECTORS. The Club shall be under the direction of a Board of no less than five (5) and no more than seven (7) directors, consisting of the President-Competitive, President-Recreation, Club Treasurer and Club Secretary, at a minimum, and may consist of other individuals from the community with knowledge or expertise to offer in governing the Club. Any director may sit on and/or chair any one of the standing Committees listed in Article VI of these Bylaws.

Section 2.02 ELECTION OF DIRECTORS. The Board of Directors shall be elected from nominations by the Executive Committees of those who have expressed a desire to serve as a director on the Board. Membership on the board shall not be limited by race, color, religion, age, sex, or national origin.

Section 2.03 NOMINATIONS OF DIRECTORS. The Board of Directors shall be elected at the annual meeting from nominations received from the Competitive, and Recreation Committees.

- (a) Nominations shall be opened at the appropriate meeting by the appropriate motion and continue until a majority of the Board votes to close nominations. At the closing of the nominations, the names collected during the nominations shall be given to the Secretary, who will contact all the nominees to assess their willingness to serve on the board prior to the annual meeting.
- (b) Election of Directors will take place at the annual board meeting or at a special board meeting if deemed appropriate by the Executive Committees.

Section 2.04 TERMS OF DIRECTORS. Directors shall be elected for a term of two (2) years. Terms shall be staggered so that not more than one half of the directors shall change during a calendar year.

Section 2.05 EXECUTIVE COMMITTEE-COMPETITIVE and EXECUTIVE COMMITTEE-RECREATION. There shall be an Executive Committee-Competitive and an Executive Committee-Recreation of RSASC consisting of officers elected by the Board of Directors at the annual meeting. The Executive Committees

shall have and may exercise all of the authority of the Board of Directors, and shall manage the affairs and appropriations of funds of RSASC; except the Executive Committees shall have no authority in reference to:

- (a) amending the articles of incorporation
- (b) adopting a plan of merger or consolidation;
- (c) the sale, lease, exchange, mortgage, or other disposition of all of the property and assets of the corporation other than in the usual course of business;
- (d) recommending the dissolution or revocation of the corporation;
- (e) amending, altering, or repealing any provision of these bylaws;
- (f) electing or removing directors or officers of the corporation, or members of the Executive Committees;
- (g) fixing compensation for any member of the Executive Committees.

**Section 2.06 BOARD OVERSIGHT OF EXECUTIVE COMMITTEES.** *The Board of Directors shall have the power at any time to fill vacancies in, to change the size or membership of, and to discharge the Executive Committees.*

**Section 2.07 VACANCIES.** *Vacancies on the Board of Directors may be filled by a majority of the quorum present at any meeting of the Board. A vacancy or vacancies shall be deemed to exist in the place of death, resignation, or removal or disqualification of a director. If the Board of Directors accepts the resignation of a director, tendered to take effect at a future time, the board shall have power to elect a successor to take office when the resignation becomes effective. No reduction of the number of directors shall have the effect of removing any director prior to the expiration of his/her term of office.*

**Section 2.08 REMOVAL OF DIRECTORS.** *The entire Board of Directors or any individual director may be removed from office as provided in Article 8 of the Wyoming Non-Profit Corporation Act, W.S § 17-19-801, et seq. or in accordance with the board member participation policy.*

**Section 2.09 CONFLICT OF INTEREST.** *Any member of the Board of Directors who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the board to voluntarily excuse him/herself and will leave the room and refrain from discussion and voting on said item.*

### **Article III. OFFICERS**

**Section 3.01 ELECTION OF OFFICERS.** *The Board of Directors shall elect all officers of the Executive Committees, who shall serve without compensation. All such officers shall be elected or appointed from among*

*the directors by the majority vote of a quorum of the directors present at the annual meeting of the Board. All officers shall hold office for a two (2) year term.*

**Section 3.02 OFFICERS.** *Officers of the Club shall consist of a President-Competitive, President Recreation, Vice President—Competitive, Vice President—Recreation, Director of Coaching, Treasurer, Secretary and Registrar, and such other officers as shall be chosen and appointed by the Board.*

**Section 3.03 EXECUTIVE COMMITTEES.**

- (a) The officers of the Club shall constitute the Executive Committees of the Club. The Executive Committees shall have the power to manage the affairs of RSASC in their respective areas subject to and in accordance with these Bylaws.
- (b) The Executive Committees shall keep a written record of proceedings and shall submit such record to the Board of Directors at each regular meeting.
- (c) The Executive Committees shall be responsible for preparing and presenting to the Board of Directors a budget for each program of RSASC prior to the start of the next fiscal year. They are also responsible for recommending to the Board of Directors short and long term financial goals for the Club.

**Section 3.04 PRESIDENTS.** *The Presidents of each program shall preside at all meetings where the Directors are elected. The Presidents shall have general supervision and control of the affairs of the Club, subject to the control of the Board of Directors, and shall see that all orders and resolutions of the Board are carried into effect. The President is the ex officio chairman of each Executive Committee. The President shall execute and sign all contracts and other documents on behalf of the Club, except as the Board may otherwise direct, and shall perform such other duties as shall be directed by the Board of Directors in accordance with these Bylaws.*

**Section 3.05 VICE PRESIDENTS.**

- (a) **Vice President—Competitive.** The Vice President—Competitive shall be duly elected or appointed by the Board of Directors to oversee the Competitive program, including creating teams, and scheduling games. Vice President—Competitive shall assist the President in general supervision and control of the affairs of the Club, and chair the Competitive Committee. Vice President—Competitive shall be responsible for recruiting and developing new Directors to serve on the Club's Board of Directors. The Vice President—Competitive shall, as deemed necessary by the President, assist any other Director of the Club in his/her duties. The Vice President—Competitive shall serve on the Executive Committee.
- (b) **Vice President—Recreation.** The Vice President Recreation shall be duly elected or appointed by the Board of Directors to oversee the Recreation program, including creating teams, and scheduling games. The Vice President—Recreation shall assist the President in the general supervision and control of the affairs of the Club, and chair the Recreation Committee. The Vice President—Recreation shall be responsible for recruiting and developing new directors to serve on the Club's Board of Directors. The Vice President—Recreation shall, as deemed necessary by the President, assist any other Director of the Club in his/her duties. The Vice President—Recreation shall serve on the Executive Committee. The Vice President—Recreation will chair all board and executive meetings assuming the President is not in attendance.

**Section 3.06 SECRETARY.**

- (a) Secretary shall keep, or delegate, a book of minutes at the principle office, or such other place as the Board of Directors may order, of all meetings of the Executive Committee or the Board of Directors, including time and place of holding such meeting; an attendance record for the meeting,

whether regular or special, and if special, how authorized; and a copy of the notice thereof given; and the names of those present at the meetings; and the proceedings thereof. Secretary shall give, or cause to be given, notice of all meetings to the Directors and Officers of this Club as required by the Bylaws. The Secretary shall give, or cause to be given, copies of all minutes of meetings of the Club to the Directors or Officers prior to the next regularly scheduled meeting of the Board of Directors or Executive Committee. Secretary shall have such other powers and perform such other duties as may be prescribed by the Board of Directors of these Bylaws.

- (b) The Secretary shall keep, or cause to be kept, true and correct copies of all documentation submitted to the Secretary by each of the designated Officers as required by these Bylaws. The Secretary shall maintain and keep the records of the Club in a current and an up to date status.
- (c) The Secretary shall be responsible for keeping the most current copies of the policies, procedures and rules of the game. These documents shall also be posted on the RSASC web site. Any changes to these documents will be posted on the Club web site.
- (d) The Secretary will contact all the director nominees to assess their willingness to serve on the board prior to the annual meeting.
- (e) Secretary shall tender all documents and records to the succeeding Secretary, immediately following the next annual meeting or any special meeting in which a new Secretary is elected.
- (f) The Secretary shall keep an accurate account of all changes in these Bylaws.
- (g) The Secretary shall serve on the Executive Committee of the Board.

**Section 3.07      *TREASURER.***

- (a) The Treasurer, with the potential assistance of any assistant Treasurer, shall keep, maintain and cause to be kept and maintained adequate, correct accounts of the properties and business transactions of the Club including accounts of all its assets, liabilities, receipts, disbursements, gains, losses, capital surplus, and other accounts. The books and accounts of the Club shall be at all reasonable times open to inspection by any Director.
- (b) The Treasurer shall deposit all monies and other valuables in the name and to the credit of RSASC such depositories as may be designated by the Board of Directors or Executive Committee. The Treasurer shall disburse the funds of the Club as may be ordered by the Board of Directors or Executive Committee, shall render to the President and/or any director whenever requested his/her

transactions as Treasurer and of the financial condition of RSASC, and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or by these Bylaws.

- (c) Treasurer shall serve on the Executive Committees. The Treasurer may also fill the position of assistant Treasurer for Recreation, Adult, or Competitive.

**Section 3.08 REGISTRAR.** *There shall be one (1) Club Registrar duly elected or appointed by the Board of Directors to oversee the Competitive and Recreation program as a member of each Executive Committee. The Registrar shall be responsible for the following duties as they relate to the Recreation or Competitive programs:*

- (a) maintain current records of all RSASC players;
- (b) register players with WSA, and, if necessary, with the Colorado Soccer Association (CSA);
- (c) maintain current team rosters (including all additions, drops, transfers and insure that all players have properly registered and paid or arranged for payment in programs prior to including them on rosters or issuing player cards);
- (d) be the liaison between RSASC and WSA, CSA, and tournament directors;
- (e) register RSASC teams for league play and for all tournaments, and file all travel papers, including set up registration for all programs and teams in the club registration software;
- (f) maintain and distribute all insurance information;
- (g) shall adopt policies prohibiting sexual and physical abuse that meet certain minimum criteria established by the U.S. Soccer Federation subject to any contrary requirements contained in state or local law applicable to the Wyoming Soccer Association;
- (h) The Registrar may also fill the position of assistant Registrar for Recreation, Adult, or Competitive;
- (i) perform such other duties as may be prescribed by the President and the Board.

**Section 3.09 DIRECTOR OF COACHING.** *The Director of Coaching shall be responsible for developing coaches and players in the betterment of the game.*

#### **Article IV. MEETINGS**

**Section 4.01 REGULAR MEETINGS.** *Regular meetings of the Board of Directors shall be held no less than four (4) times during the year in Rock Springs, Wyoming. The President shall call a regular meeting of the board upon the request of a majority of the directors and may include an annual meeting of the Club.*

**Section 4.02 EXECUTIVE COMMITTEE MEETINGS.** *The Executive Committees shall meet no less than four (4) times during the year, but may include regular meetings of the Board of Directors as a meeting. The*

*President of each club shall call Executive Committee meetings and may also cancel monthly meetings with written approval from a majority of the Executive Committee.*

**Section 4.03 ANNUAL MEETINGS.** *The Board of Directors of the Club shall meet once a year, at a time and a place designated by the President, to conduct an annual meeting of the Club.*

**Section 4.04 SPECIAL MEETINGS.**

- (a) Special meetings of the Board of Directors are for specific, stated purposes only, such as emergency matters that cannot wait for action until the next regular meeting. Special meetings shall be called for at any time by the President or either Executive Committee. The Secretary of Club shall be responsible for written, email, or oral notice of the time, purpose, and place of the special meeting. Notice shall be delivered personally to each Director at the address, email address, or phone number shown upon the records of the Club. The notice shall be delivered at least 24 hours prior to the time of the holding of the meeting. These notices may be made via email, phone or mail.
- (b) When a quorum of Directors is present at any Board meeting, however called or noticed, and a written consent is signed by all Board members and entered into the record of the Club; or if the majority of the Directors are present, and if those not present sign in writing a waiver of notice, whether prior to or subsequent to the holding of such meeting(s), and said waiver is filed with the Secretary of the board, then the transaction thereof are as valid as if the meeting had been regularly called and noticed.

**Section 4.05 QUORUM AND VOTING.** *A majority of the Board of Directors or either Executive Committees (one more than 50 percent of the sitting Directors or Officers) shall constitute a quorum of any meeting. A vote by a majority of a quorum shall constitute a duly qualified action of the Board of Directors or either Executive Committee unless specified elsewhere in these Bylaws. In the event of a tied vote the President's vote shall be the deciding vote. Meetings are conducted according to the latest edition of Robert's Rules of Order unless otherwise specified in these Bylaws.*

**Section 4.06 PROXY VOTING.** *Proxy voting is the written delegation to another member of a voting body of that member's power to vote in his/her absence. An email or written proxy must be provided to the Secretary for the proxy vote to occur. Proxy votes are allowed on all votes.*

**Article V. STAFF**

**Section 5.01 EXECUTIVE ASSISTANT.**

- (a) One or more executive assistants may be contracted by the Club pursuant to a contract issued by both Executive Committees and approved by the Board of Directors. A copy of the contract will be kept on file with the Secretary of the Club. Upon a vacancy in the executive assistant position, applications shall be received, reviewed and approved by the Executive Committees. The executive assistant will be an ex officio, executive board member and therefore, shall not have any voting rights.
- (b)

**Section 5.02 REFEREE ASSIGNOR.**

- (a) One or more Referee Assignors may be contracted by the Executive Committees to perform the following responsibilities: recruiting and training referees and linesmen to preside at each regularly scheduled game of the Club for the Recreation, Competitive, and Adult programs. Assign referees and linesmen to each regularly scheduled game, the collection of score cards and to present to the Treasurer of the Club a request for payment for each of the referees and linesmen that have worked



during the season, and shall recommend changes to the rules of the game for approval by the Executive Committees.

**Article VI. STANDING COMMITTEES**

***Section 6.01 COMMITTEE REQUIREMENTS.***

- (a) Standing Committees help the President and Board of Directors conduct the Club's affairs.
- (b) The President of each Executive Committee may appoint special Committees and consultants as required. The terms of duty of all appointments extend to the end of the next annual meeting. Committee members may be members of the Board of Directors and any others interested in furthering the goals and objectives of the Club.
- (c) The structure and operating procedures of all standing Committees shall be described in the Club's procedures. Committee chairs, or a designee, shall be responsible for giving a report of their Committee's activities, findings, and recommendations at every Board meeting.
- (d) Chairpersons shall be responsible for giving a report at every board meeting of any problems and concerns that have come about within their respective Committee.
- (e) Decisions or recommendations made by each Committee may be presented and voted upon by each Executive Committee.
- (f) The Executive Committee of each program shall be considered the appeals Committee for a respective Standing Committee.
- (g) Any standing Committee may adopt, enforce and amend any policies that are necessary for the operation of its programs. No such policies shall conflict with these Bylaws. To the extent that any such policies do conflict with these Bylaws, these Bylaws shall govern. All Committee policies shall be approved by the respective Executive Committee.

***Section 6.02 Competitive Committee.***

- (a) To be chaired by the VP Competitive and shall consist of the President-Competitive or his or her designee, and other individuals that the chairperson or the Board of Directors may appoint to assist him/her.
- (b) This Committee shall be responsible for the coordination of the different Competitive program divisions. It is the responsibility of the chairperson to field complaints or suggestions from parents and coaches to be brought to the attention of the Executive Committee-Competitive.
- (c) This Committee may coordinate the distribution and communication of all information to each Competitive team in the Club. This Committee, in coordination with the coaching and player

development Committee may be responsible for recruiting youth Competitive coaches, assistant coaches and team parents for each Competitive team in the Club.

- (d) The Committee may work closely with the Director of Coaching in the development and training of all coaches and assistant coaches in the Club.

***Section 6.03 Recreation Committee.***

- (a) To be chaired by the VP Recreation shall consist of the President-Recreation, or his or her designee, and other such individuals as the chairperson or the Board of Directors may appoint to assist him/her.
- (b) This Committee shall be responsible for the coordination and administration of the different Recreation programs. It is the responsibility of the chairperson to field complaints or suggestions from parents and coaches to be brought to the attention of the Executive Committee- Recreation.
- (c) This Committee may coordinate the distribution and communication of all information to each Recreation team in the Club. The Committee, in coordination with the coaching and player development Committee may be responsible for recruiting coaches, assistant coaches and team parents for each recreation team in the Club.
- (d) This Committee may work closely with the Director of Coaching in the development and training of all coaches and assistant coaches in the Club.

***Section 6.04 Adult Committee (as needed)***

- (a) To be chaired by and consist of such individuals as the Board of Directors may appoint.
- (b) This Committee shall be responsible for the coordination and administration of an Adult program.

***Section 6.05 Tournament and Sponsorship Committee.***

- (a) Shall be chaired by the President-Competitive and approved by the Board of Directors and may consist of such individuals as appointed by the Committee, chairperson or Board of Directors.
- (b) This Committee may develop policies as necessary regarding the philosophy and operation of tournaments to submit them to the Board for approval.
- (c) This Committee may be responsible for obtaining sponsorship for the Club to reduce player fees. This Committee may contact all previous sponsors to encourage continuing sponsors for the ensuing year. This Committee may be responsible for monitoring other sport sponsorship fees in the City of Rock Springs and recommending changes in sponsorship fees in the Club. The Committee may communicate to the prospective sponsors the amount requested by the Club as a sponsorship fee.
- (d) This Committee will also recommend on an annual basis the sponsorship and advertising programs to the Board for approval. This Committee may also be responsible for regularly seeking grant

opportunities and for writing grants. This Committee may coordinate any and all requests from sponsors to sponsor specific teams and communicate all such requests to secretary

- (e) This Committee may be responsible for publicity for the Club and for recommending and coordinating any and all fundraising activities and special events.
- (f) Committee may have responsibility for directing and operating of the concessions.

**Section 6.06      *Equipment Committee.***

- (a) The Committee shall have the responsibility for managing all equipment owned and used by the Club. To be chaired by the President-Recreation and approved by the Board of Directors and may consist of such individuals the chairperson or the Board of Directors may appoint to assist him/her.
- (b) Duties include: Pre- and postseason equipment setup, uniform supervision, equipment purchase recommendations and distribution of equipment.

**Section 6.07      *Development Committee.***

- (a) Shall be chaired by the Director of Coaching and approved by the Board of Directors and may consist of such individuals as appointed by the Committee, chairperson or Board of Directors.
- (b) This Committee may be responsible for coordinating with existing coaches for player and coach development and training, as well as recruiting youth players, coaches, assistant coaches and team parents for teams in the Club.

**Section 6.08      *Scholarship Committee.***

- (a) Shall be chaired by the Treasurer and consist of the Vice President-Recreation and Vice President-Competitive.
- (b) This committee will receive, review and approve all requests for financial aid.

**Article VII.      FISCAL YEAR, BUDGET**

**Section 7.01      *Fiscal Year. Fiscal year of the Club shall August 1 – July 31.***

**Section 7.02      *Budget Development. Each Executive Committee (Competitive and Recreation) shall propose a budget to the Board of Directors by June of each year for the next fiscal year. The Board shall approve a budget for RSASC prior to the starting of next fiscal year.***

**Article VIII.      BYLAWS, POLICIES, PROCEDURES, RULES OF THE GAME**

**Section 8.01      *Bylaws. These Bylaws are the defining document for the Club and govern its operations as described in Article 1, Section 1.03. These Bylaws take precedence over all rules and procedures of the Club. They cannot be suspended and cannot be changed without prior notice to the Board of Directors. Bylaws may be amended by a two-third majority of Board members who vote on an amendment. Amendments may be proposed***

*and considered if they have been provided to the Board of Directors at least 10 days before being voted upon. Proposed changes will be posted on the Club web site at least 10 days prior to a vote.*

**Section 8.02 Policies.** *Policies are the next highest level of documentation of Club operations. They are generally established to facilitate the conduct of Club business and to communicate those to the soccer community. They may be amended by a simple majority of any standing committee, and ratified by Board members voting at a Board meeting.*

**Section 8.03 Procedures.** *Procedures are the lowest level of documentation of Club operations. They are generally established to provide continuity in the conduct of Club business. Procedures may be adopted by a simple majority of any standing committee, and suspended or amended by a simple majority vote of the Board.*

**Section 8.04 Rules of the Game.** *Soccer rules and laws of RSASC are generally those of the United States Soccer Federation (USSF) and the appropriate state association. The Board of Directors has authority to modify or clarify rules for the Adult and Recreation programs by a simple majority vote of the Board. The Competitive program rules are set by WSA, CSA and the RSASC board does not have authority to modify those rules. The current rules for all programs and divisions will be provided to all coaches, as appropriate for their program and division, at the start of each season.*

**Section 8.05 Recordkeeping and Publication.** *The Secretary shall be responsible for keeping the most current copies of the Bylaws, policies, procedures and rules of the game. These documents shall also be posted on the RSASC web site. Any changes to these documents will be posted on the Club web site.*

#### **CERTIFICATE**

**The foregoing Bylaws were duly adopted by the Board of Directors of the Rock Springs Avengers Soccer Club, Inc. on the 15<sup>th</sup> day of July, 2020.**

  
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Secretary