

CLIFTON PARK SOCCER CLUB INC.

CONSTITUTION

ARTICLE I

The name of this club shall be the Clifton Park Soccer Club Inc. herein after referred to as the C.P.S.C. or the Club.

ARTICLE II

The purposes of the club are as follows:

- a. To teach the game of soccer to the youth of our community.
- b. To operate a youth soccer club to help in developing the character of the youth of our community.
- c. To foster and engage in competition for the furtherance of the above purposes.
- d. To encourage and engage in other activities which will enhance and improve these stated purposes.

ARTICLE III

The representative colors of this club shall be Gold and Black. The Club is affiliated with the Eastern New York Youth Soccer Association and the United States Youth Soccer Association and its duration shall be perpetual.

ARTICLE IV

The business of the club shall be conducted and managed by the Board of Directors, which shall consist of the Club President, Vice President, Secretary, Treasurer, CDYSL Representative, Four At-Large members and the Chairpersons of the C.P.S.C. Tournament, Coaching, Community Relations, Finance, Ombudsman, Registrar, and Volunteer Committees. Each director shall be at least nineteen (19) years of age. No member

of the Board of Directors shall have more than one vote. Board members shall receive no compensation for any position within the Club other than reimbursement for reasonable pre-approved incurred expenses. However, when it is deemed to be in the best interest of the Club, a Board member could receive compensation for another position in the Club, provided they have been approved by a two-thirds vote by the Board members.

The five Club Officers and four At-Large members of the Board of Directors shall be elected by a majority of the voting members at the Annual General Meeting. The seven committee Chairpersons shall be appointed by the President and approved by the elected Board members on an annual basis during the month of October after the Annual General Meeting.

ARTICLE V

The business of the C.P.S.C. shall be transacted at Board of Directors meetings of the club which shall be held at least six (6) times a year on a date and time selected by said Board of Directors.

There shall be an Annual General meeting each year during the month of October, at such date and time as the Board of Directors will establish, when members shall elect a Board of Directors and transact such other business as may properly come before the meeting. Notice of meeting shall be sent to members at least fourteen (14) days before said date.

ARTICLE VI

This constitution may be amended only at the Annual General meeting or a special meeting held for that purpose, by a two-thirds majority vote of the votes cast by members, a quorum being present, provided notice was given to each member at least fourteen (14) days prior to the meeting. Each member of the club shall have one (1) vote. The presence in person of 28 members entitled to cast votes shall constitute a quorum of members for the transaction of business at a meeting of members whether an Annual meeting or a special meeting.

ARTICLE VII

The C.P.S.C. shall govern the game of soccer in the area of its jurisdiction. The geographical jurisdiction of the Club shall encompass the Town of Clifton Park. In addition, the geographic jurisdiction of The Club shall also include the boundaries of the Shenendehowa School District.

ARTICLE VIII

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to

pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

ARTICLE IX

No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE X

Upon dissolution of the organization; the governing body of the organization shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for religious, charitable, scientific, testing for public safety, literary or educational purposes, or for the prevention of cruelty to children or animals; or to such organizations organized and operated exclusively for one or more such purposes as shall at the time qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954; or to the federal government, a state or local government for a public purpose.

BYLAWS

ARTICLE I

MEMBERSHIP

PLAYER:

1. A player is an individual placed on a travel team after tryouts who pays a registration fee as determined by the Board of Directors.

2. Intramural Leagues and other organizations with headquarters in the territory herein defined, which do not participate in scheduled travel league competition, but which desire to play exhibition matches and Cup competitions and/or secure the various benefits of club membership, may affiliate directly with the C.P.S.C. and pay an affiliation fee. Such affiliation shall, however, not entitle these organizations to voting status in the club.

ADULT:

3. The parents and/or guardians of all participating travel players will become members of the C.P.S.C. upon payment of their child's registration fee by October 1st.
4. The parents and/or guardians of former participating players may continue as members of the C.P.S.C. by registration and payment of a \$1.00 (annual) membership fee, payable by October 1st.
5. Any other person wishing to become a member of the C.P.S.C. may apply to the Board of Directors and if recommended for acceptance by two-thirds vote of the Board, may acquire membership upon payment of a \$10.00 (annual) membership fee, payable by October 1st.
6. The C.P.S.C. may admit members from outside the jurisdiction of the club provided they are not currently under suspension of or have had charges filed against them, by any organization affiliated with the ENYISA or the USYSA. Application for membership shall be in accordance with paragraph No. 5 above.
7. Club officers, Committee members and coaches are members and are exempt from membership fees.

CORPORATE:

8. Any business, corporation, institution, etc., may apply for membership to the C.P.S.C. Application shall be made to the Board of Directors and require approval of two-thirds vote for acceptance. Annual membership fee(s) will be established by the Board of Directors. Such business, corporation, institution, etc., shall be eligible to cast one vote per issue, at the Annual General meeting.

GENERAL PROVISIONS:

9. Each person upon being accepted as a member of the C.P.S.C. shall receive a copy of the Constitution, Bylaws and Rules and Regulations of the club provided a request for such copies is received in writing.
10. The Board of Directors, may suspend from membership, or expel, any individual or team that:
 - a. Willfully refused or neglected to fulfill any of its obligations as a member, or violates any of the provisions of the Constitution, Bylaws, or Rules of the Club.
 - b. Have committed any act which was inconsistent with the principles and standards of good sportsmanship and fair play.

Such action shall require a two-thirds vote of the Board of Directors. A member shall have an opportunity to show cause why such action should not be taken.

11. The Board of Directors may reinstate a member or team who has been suspended or expelled from the club. Such action shall require a two-thirds vote of the Board of Directors.
12. Member teams must be registered and known by the name of the club followed by a mascot name for each team.
13. All Adult members of the C.P.S.C. are eligible to cast one vote on issues, proposals, etc., at the Annual General Meeting provided they are members in good standing as defined in Article 1 above and as certified by the registrar.
14. No member shall have more than one vote.

ARTICLE II

SPECIAL MEETINGS

1. Special General Meetings may be called by the President or upon request of a majority of the Board of Directors or by petition of twenty (20) percent of the members. The President, when so directed, shall schedule said meetings between the 10th and the 21st day following receipt of such petitions. Members shall be given at least five (5) days prior notice of Special General Meetings.
2. The presence in person of 28 members entitled to cast votes shall constitute a quorum of members for the transaction of business at a meeting of members whether an Annual meeting or a special meeting. A majority of those voting shall be required for passage of motions at General meetings, those motions requiring, by parliamentary law or the Constitution and Bylaws of the club, two-thirds majority being excepted.

ARTICLE III

CLUB OFFICERS

The duties and powers of the club officers are:

1. **PRESIDENT**

The President shall be the executive officer of the club; the President shall preside over all meetings of the club, and with the approval of the Board of Directors, appoint chairpersons of the standing and special committees, except the Nominating Committee. The President is an EX OFFICIO member of all committees except the Nominating Committee. The President shall have responsibility for the general management of the affairs of the club and shall see that all orders and resolutions of the Board are carried into effect.

2. **VICE PRESIDENT**

During the absence or disability of the President, the Vice President shall have all the powers and functions of the President. The Vice President shall assist the President in the general management of the club. The Vice President will coordinate long range planning for the club and serve as Chairperson of the Futures Committee if that Committee is activated.

3. SECRETARY

The Secretary shall record the minutes of all meetings of the Board and of the General meetings. Upon request the Secretary shall make copies of the minutes available and shall maintain a complete reference file of the minutes of all meetings. The Secretary shall attend to all correspondence received by the club and shall draft communications from it as directed by the Board. The Secretary shall send reports, notices and agenda of all meetings of the Board to the proper persons and shall keep a complete list of all members and their voting power. The Secretary shall also assist the Nominating Committee with the counting and certification of all ballots cast (with the exception of ballots pertaining to the Secretary position) by the general membership.

4. TREASURER

The Treasurer shall be the officer responsible for the club finances. In performing this function, the Treasurer shall be the administrator of the club's checking and savings accounts. As the administrator and custodian of the club's accounts, the Treasurer

- a. Shall report at each meeting on the state of club's finances, including all outstanding debts.**
- b. Shall keep accurate and complete records of all financial transactions in accordance with recognized accounting procedures.**
- c. Shall enforce club rules and regulations regarding fiscal matters.**

- d. Shall expend and deposit monies as directed by the Board of Directors.
- e. Serve as a member of the finance committee.

The Treasurer shall perform additional functions relative to their general responsibilities for finances, such as developing club finances or preparing financial reports as directed by the Board and as required by other legal entities of the government. The Treasurer shall make themselves and all the financial documents available to the club auditors when requested to do so.

5. **IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall advise the club's officers (as needed) so as to provide continuity with the previous administration.

6. **C.D.Y.S.L REPRESENTATIVE**

The C.D.Y.S.L. Representative shall be the club's representative on the Capital District Youth Soccer League's Board of Directors. The C.D.Y.S.L. Representative shall attend all CDYSL meetings and report to the club on all activities and distribute all notices, schedules, maps, etc, issued by the CDYSL.

7. Any Board officer absenting themselves from three (3) successive meetings without adequate reason, or any officer failing to discharge their duties as outlined above, or who resigns, may have their office declared vacant by two-thirds vote of the Board. If time remains in their term, the then President must recommend to the Board a new person who will fill the vacancy for the remainder of the term. Any officer vacancy recommendation by the President shall be approved by a majority vote of the Board of Directors.

ARTICLE IV

COMMITTEES

The Board, by resolution adopted by a majority of the entire Board, may designate from among its members an Executive Committee and other standing or special committees as necessary. Each committee shall serve at the pleasure of the Board. No notice of committee meetings are necessary. The appointments by the President shall be approved by a majority vote of the Board of Directors. The one exception being the Nominating Committee chairman who shall be selected by a majority vote of the Board. With the exception of the Auditing and Nominating committees, the Chairpersons of the following committees will be voting members of the Board of Directors. In the event that a suitable volunteer cannot be identified for Committee Chairmanships, the President has the authority to propose contracting of said position in order to maintain regular club operations. Any such recommendations must be approved by a majority of the Board of Directors. Such contracted position shall be a non-voting Board member.

1. AUDITING COMMITTEE

The President of the club shall annually appoint an Auditing Committee to go over the Treasurer's books to certify his financial report. No member of this committee shall be an officer of the club.

2. C.P.S.C. TOURNAMENT COMMITTEE

It shall have charge of organizing and running The Clifton Park Tournament.

3. COACHING COMMITTEE

It shall be responsible for overseeing and coordinating club activities pertaining to all matters concerning coaching in the C.P.S.C. These responsibilities include, but are not limited to; tryouts, the selection process of team coaches in each age group, practices, training of players and coaches, coaching license and certifications and coaching development efforts.

4. COMMUNITY RELATIONS COMMITTEE

It shall have charge of all matters concerning interaction of the C.P.S.C. and all other outside organizations. Outside organizations shall include; Clifton Park Town Government, The Shenendehowa School District, The Community At Large, Corporate Sponsors and the Media. The Community Relations Committee will also support both the Travel and Recreational programs.

5. FINANCE COMMITTEE

This Committee shall meet as often as required and report on its actions and recommendations at regular Club meetings. The Finance Committee shall be responsible for developing recommendations and periodic modifications to Club policy on financial and risk management matters. The club Treasurer shall be a member of the Finance Committee.

The Committee shall also be responsible for:

- a. Guidelines for preapproval of Club expenditures shall be determined by the Finance Committee.**
- b. Developing annual and long term budgets.**
- c. Monitoring asset management.**

6. NOMINATING COMMITTEE

Immediately preceding the election of the Board of Directors at the Annual General Meeting, this committee shall place before the members, the name of at least one person for each of the elected Board positions named in Article IV of the C.P.S.C. Constitution.

If any person nominated by this committee is unable to attend the A.G.M., the Nominating Committee will obtain in writing a signed statement acknowledging that they will serve in the capacity for which they are being nominated.

In the event of multiple candidates or additional nominations being received at the AGM, this committee will be responsible for conducting the election and counting and validating all ballots cast.

7. OMBUDSMAN COMMITTEE

It shall handle all matters pertaining to the proper conduct of the teams, coaches, and club members, in problems which may arise during everyday conduct of the game within the jurisdiction of the club. A committee member who is affiliated with one of the parties involved in the dispute cannot be a member of this committee. The President will name a neutral replacement which will have to be approved by a majority vote of the directors. This committee will also receive feedback on all aspects of club operation, including positive or negative aspects of a player's soccer experience, and make recommendations to the Board of Directors if corrective actions are deemed necessary.

8. REGISTRAR COMMITTEE

The Registrar shall be responsible for the registration, transfer, and release of all players within the jurisdiction of the club. The Registrar will work closely with the CDYSL's counterpart in order to insure that the rights and responsibilities of the youth players are strictly protected. They shall be the chairman of the Registration committee. The Registrar will also be responsible for club membership.

9. VOLUNTEER COMMITTEE

It shall handle all matters pertaining to volunteer recruitment for club activities and functions, shall work and direct all the team Volunteer Coordinators throughout the year, shall coordinate with the Facilities coordinator for volunteers for tournament and general work commitments as needed.

ARTICLE V

PARLIAMENTARY AUTHORITY

1. **Robert's Rules of Order, as interpreted by the secretary, shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution, Bylaws and Rules and Regulations of the club.**
2. **The order of business shall be:**
 - a. **Call to order**
 - b. **Roll call (sign in)**
 - c. **Approval of the minutes**
 - d. **President's report**
 - e. **Treasurer's report**

- f. **Reports of officers and standing committees**
- g. **Reports of special committees**
- h. **Unfinished business**
- i. **New business**
- j. **Adjournment**

ARTICLE VI

AMENDMENTS

Amendments to the Bylaws may be made only at the Annual General Meeting or a Special Meeting held for that purpose by a two-thirds majority vote of the votes cast; a quorum, as described in By Laws, Article II, #2, being present. Each member shall be given fourteen (14) days notice of the proposed amendments.

Constitution and Bylaw Amendments were submitted and approved by the membership at the Annual General Meeting on 10/22/2013

Bruce Rosenthal, President C.P.S.C.