

MAHASKA COUNTY SOCCER CLUB BY-LAWS

SECTION A. Membership

1. The membership of the Mahaska County Soccer Club (MCSC) and the members of the MCSC shall be open to any soccer players, coaches trainers, managers, administrators, and officials not subject to suspensions under United States Soccer Federation (“the Federation”) Bylaw 241, Section 4.
2. The (MCSC) will provide equitable and prompt hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities sponsored by the Iowa State Youth Soccer Association (ISYSA), the Federation and MCSC and its members may be appealed to the ISYSA and the Federation’s Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision.
3. The MCSC shall register all of its players, coaches, teams and administrators with the Iowa Soccer Association, Inc. at least once each year and timely pay all dues and fees to the ISYSA.
4. Membership in the club shall be granted to a parent or legal guardian of all soccer players for whom a membership fee has been paid or for whom a scholarship has been received; coaches and assistant coaches of all Club Soccer teams; and all officers, directors, or coordinators of the Club.
5. All registered players and coaches are also members of the ISA.
6. Each member shall have one vote and each must be in good standing and be an active, paid member of MCSC to vote on matters that come before the members at the Annual General Meeting. All matters requiring a vote shall be approved by majority vote of eligible member’s present the meeting.
7. The Board of Directors shall annually recommend to the membership the procedures, rules and regulations of the Club for ratification at the Annual General Meeting.
8. The Board of Directors shall annually set the fee for membership.
9. All members shall abide by the Articles of Incorporation and Bylaws of the Corporation, all rules and regulations as set forth by the Board of Directors and all applicable rules and regulations of any association with which MCSC is affiliated.
10. No persons shall be denied membership or participation in the actives of MCSC because of race, color, age, sex, religion, or national origin.

SECTION B. Bad Standing and Removal of Members

Any member may be put into bad standing or removed for knowingly violating any USSF, USYSA, USASA, ISYSA, or MCSC rule or regulation, not following the MCSC Articles of Incorporation and Bylaws, and/ or for non payment of fees owed to MCSC or any affiliate of USSF, USYSA, USASA or ISYSA. Members may be put into bad standing or removed by a 2/3 vote in the affirmative by those voting members present at a meeting called specifically for that purpose.

1. Bad standing may include one or more of the following actions: reprimand, suspension, restitution, fine and removal.

SECTION C: Disputes and Grievances by or Among Organization Members

1. Any complaint by the MCSC against a member or one organization member against another organization member or any complaint by an individual or an organization member which alleges that (A) an organization member has failed to comply with his/her membership requirements in the Club or (B) MCSC has failed to comply with its membership requirements in the ISA shall be in writing and signed under oath by the individual or the chief executive of the organization member making the complaint. The complaint shall be filed with the President of the Board of Directors by certified mail with a copy served on the other party by certified mail at the same time. The complaint shall set forth

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the factual allegations in numbered paragraphs with each paragraph containing a single factual allegation. The complaint shall contain, at a minimum:

- Names and addresses of the parties
 - The alleged grounds of noncompliance
 - Supporting evidence of documentation forming the basis of the complaint
 - The relief sought.
2. An answer to the complaint, shall be filed by the respondent with the President of the Board of Directors by Certified mail, with a copy served by certified mail on the parties, within 30 days after the filing of the complaint. If the respondent is without sufficient knowledge or information to admit or deny a given factual allegation, the respondent may so respond. Failure to file an answer within the requisite time period shall serve as default, except upon showing of good cause.
 3. (A) The complaint and answer shall be referred to the Board of Directors for a hearing on the merits of the complaint. However, any member of the Board of Directors having a direct interest, either personally or by virtue of an organizational membership affiliation, in the outcome of the proceedings, shall be disqualified from adjudicating the complaint. The Board of Directors shall conduct a hearing on the merits of the complaint not later than ninety (90) days after filing of the complaint. The Board of Directors shall render its decision with thirty (30) days after its hearing on the complaint.

(B) If the President believes it will serve the interest of expeditious consideration of the complaint, the President may, with the approval of the Executive Committee, appoint a hearing panel of five (5) voting members the Board of Directors to hear evidence on the complaint but shall not include any member of the Board of Directors having direct interest, either personally or by virtue of organizational affiliation, in the outcome of the proceedings. The appointed panel shall convene as expeditiously as possible; shall hear evidence presented by the parties in accordance with the hearing procedures set forth in the USSF Bylaws; and shall prepare and submit a full written report summarizing the evidence and forwarding any written materials requested by the parties. Upon receipt of the report and materials, the Board of Directors may elect to receive further written or oral evidence or presentations, or may make a decision based on the report and materials submitted by the panel.
 4. The parties will have the right to appeal the decision of the Board of Directors to the ISYSA and the National Appeals Committee as specified in USSF Bylaw 705. Appeals Procedures, and shall be notified of their right of appeal by the Mahaska County Soccer Club.

SECTION D. Directors

1. The Board of Directors of the Mahaska County Soccer Club shall be elected by a majority vote of the members at the Annual General Meeting and shall consist of President, Vice President, Secretary, Treasurer, Registrar, Director of Fields, Director of Referees, Director of Coaches, Club Administrator, Director of Fund Raising and Risk Management Coordinator. Such elected directors may or may not be a member of the Corporation at the time of election.
2. Unless otherwise stated, all terms shall be for two years. However, a person whose term expires may submit their name for re-election for another term.
3. Any vacancy occurring in any office of the Corporation shall be filled for the balance of the term by appointment of another person for the duration of the term by the Board of Directors, unless otherwise stated, or determined by the Board of Directors.
4. Directors may be removed from any office for just cause, or may resign. The Board of Directors may appoint individuals to complete the term of any office except the President.
5. All members of the Board of Directors are expected to attend every meeting. Excused absences are acceptable upon proper notification to the President.

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6. All candidates wishing to be elected to the Board of Directors must announce their intentions at least 45 days prior to the Annual General Meeting. Unless no candidates have announced for a particular position, nominations will not be taken from the floor.

SECTION E. Duties of the Elected Directors

1. President
 - Serve as the Chairman of all meetings of the Executive Committee and the Board of Directors.
 - Establish committees and appoint a committee chairperson for those committees not established within the Bylaws of the Corporation, in order to administer and manage the program of the Corporation.
 - Serve as the representative of the Corporation in all matters.
 - Be responsible for calling and serve as the chairperson of the Annual General Meeting.
 - Shall see that all orders and resolutions of the Board of Directors are carried into effect.
 - Shall be bondable and bonded.
2. Vice President
 - Shall, in the absence or disability of the President, perform the duties and exercise the power of the President.
 - Shall be responsible for appeals and appeals processing.
 - Shall be bondable and bonded
3. Secretary
 - Shall record the minutes and all proceedings of the meeting of the members and the Board of Directors in a book to be kept for that purpose.
 - Shall perform like duties for the standing committees when required.
 - Shall perform such other duties as may be prescribed by the Board of Directors.
 - Shall be bondable and bonded.
4. Treasurer
 - Shall be responsible for the Corporation's funds and shall insure that there are complete and accurate accounts of receipts and disbursements in books belonging to the Corporation.
 - Shall insure that all monies and other valuables are deposited in the name and credited to the Corporation in such depositories as may be designated by the Board of Directors.
 - Shall oversee the disbursement of the funds of the Corporation as directed by the Board of Directors.
 - Shall render to the board of Directors, at its regular meetings, or when the Board of Directors so requires, an account of all transactions and of the financial condition of the Corporation.
 - Shall be bonded and bondable.
5. Registrar
 - Shall be responsible for maintaining accurate rosters of players and coaches for each team formed by the Mahaska County Soccer Club.
 - Shall ensure that all required rosters are properly filed in a timely fashion with the Iowa Soccer Association and as required by any other state or national association.
 - Shall be bonded and bondable
6. Director of Referees
 - Shall be responsible for recruiting an adequate number of individuals to serve as referees for the club.
 - Shall ensure that all individuals serving as referees are properly trained and certified.
 - Shall schedule the appropriate number of referees to be present at each match hosted by MCSC or at other matches as requested.
 - Shall be bondable and bonded.

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7. Director of Coaches
 - Shall be responsible for recruiting an appropriate number of individuals to serve as coaches for club teams.
 - Shall develop and administer a training program for the benefit of all individuals serving as coaches for the club.
 - Shall be bondable and bonded.
8. Director of Fields
 - Shall be responsible for securing the appropriate number, size and proper condition of playing fields for club matches.
 - Shall coordinate proper marking and other maintenance of all fields prior to each club match.
 - Shall be bondable and bonded.
9. Club Administrator
 - Shall be the official spokesperson for the club.
 - Shall be responsible for all public relations, communications and advertising.
 - Shall be bondable and bonded.
10. Director of Fund Raising
 - Shall be responsible for coordinating all fundraising activities including concessions, business solicitations and grant applications.
 - Shall be bondable and bonded.
11. Risk Management Coordinator
 - Shall be responsible for the administration of the Club's risk management program.
 - Shall develop, maintain and enforce the club's safety policy.
 - Shall insure that all Coaches, Referees, Board Members and other club volunteers are properly registered with the Iowa Soccer Association.
 - Shall investigate claims of improper behavior.

SECTION G. Committees

1. **Executive Committee.** The members of the Executive Committee are the President, Vice President, Secretary and Treasurer of the Corporation. Members serve on the Executive Committee for the term of their election as officers. The Board of Directors, by resolution of the majority of the directors, may designate the Executive Committee, to the extent provided in such resolution, to exercise all of the authority of the Board of Directors in special matters in the management of the Corporation. In such instances the Executive Committee shall keep regular minutes of its proceedings and report the same to the Board when required.
2. **Nominating Committee.** The members of the nominating committee are members of the Board of Directors and are selected each year during the first meeting of the new calendar year by the Board of Directors. The Nominating Committee's term is for one year.
3. **Finance Committee.** Membership on the Finance committee is open to the membership and is appointed by the Board of Directors. The Treasurer Chairs the committee. The term of office for the Chair coincides with the term of his/her election. The term of office of the committee members are two years.

SECTION H. Meetings of the Board of Directors

1. Meetings of the Board of Directors may be held at any given location within the State of Iowa.
2. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by the Board.
3. Special meetings of the Board of Directors may be called by the President on ten days notice of each director, either personally, by mail or e-mail. Special meetings shall be called by the President or Secretary in like manner and on like notice on the written request of two directors.

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4. A majority of the directors shall constitute a quorum for the transaction of business. The act of a majority of the directors present at any meeting at which a quorum is present shall be the act of the Board of Directors. If a quorum shall not be present at any meeting of the directors, the directors present thereat may adjourn the meeting from time to time until the quorum shall be present.
5. Any action required or permitted to be taken at a meeting of the directors may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the directors entitled to vote with respect a to the subject matter thereof.

SECTION I. Notices

Whenever, under the provision of the bylaws, notice is required to be given to any director or member, it shall not be construed to mean personal notice, but such notice may be given in writing, by mail, addressed to such director or member, at his or her address as it appears in the records of the Corporation, with postage thereon prepaid, and such notice shall be deemed to be given at the time when same be deposited in the United States mail.

SECTION J. Special Programs

1. The MCSC shall adopt policies prohibiting sexual and physical abuse that meet certain criteria Established by the United States Soccer Federation (subject to any contrary requirements contained in state or local lay applicable to the ISYSA)
2. The MCSC and its members will abide by the United States Soccer Federation’s articles, Bylaws, policies, and requirements on interplay.

SECTION K. Parliamentary Authority

“Robert’s Rule of Order, Revised” shall govern all activities of the Corporation except as limited by the Articles of Incorporation, or the Bylaws. Such rules may be amended at any time by a majority vote of the Board of Directors.

SECTION L. Indemnification

1. The Corporation shall indemnify a director, officer, employee, agent, volunteer or member of this Corporation to the fullest extent possible against expenses, including attorneys’ fee, judgments, fines, settlements and reasonable expenses, actually incurred by such person relating to his conduct as a director, officer, employee, agent, volunteer or member, except that the mandatory indemnification required by this sentence shall not apply: (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law; (iii) for a transaction for which such person derived an improper person benefit; or (iv) against judgments, penalties, fines and settlements arising from any proceeding by or in the right of the Corporation, or against expenses in any such case where such person shall be adjudged liable to the Corporation.
2. The Board of Directors may indemnify those of the Corporation employees, agents, members or volunteers who are not directors in all instance—including those which are excluded from mandatory indemnification under paragraph 1 –as it deems appropriate, so long as such indemnification is not inconsistent with the law. Such indemnification may be provided by general or specific resolution, or by contract approved by the Board.
3. No amendment to or repeal of this Section L shall apply to or have any effect on the on the indemnification’s hereunder of any director, officer, employee, agent, volunteer or member of the Corporation for or with respect to any acts or omission of such person occurring prior to such amendment or repeal.

SECTION M. Fiscal Year

1. The fiscal year of the Corporation shall be January through December unless otherwise established by the Board of Directors.

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SECTION N. Authority

Unless specifically stated herein, any circumstance, rule, administration process, or any other matter or procedure not covered by or under the Bylaws, Rules and Regulations or Articles Of Incorporation, shall then follow the rules of the ISYSA, the United States Youth Soccer Association, the United States Amateur Soccer Association, and the United States Soccer Federation.

SECTION O. Amendments

1. Amendments to the Bylaws may be made at the Annual General Meeting of the membership, or at meetings of the Board of Directors, provided that notice of such amendment has been mailed to all directors not later than 10 days in advance of the Board meeting. The Board of Directors may make amendments to the Rules and Regulations at any regular or special meeting of the Board.
2. An amendment to the Bylaws shall be deemed adopted by an affirmative vote of to simple majority of the members present and voting. An amendment to the Rule and Regulations shall be deemed adopted by an affirmative vote of a majority of the members present and voting.