

As Amended/Accepted at the November , 2008 Meeting of the Warwick Soccer Club's Board of Directors

# **CONSTITUTION AND BY-LAWS OF THE WARWICK SOCCER LEAGUE, INC.**

## **ARTICLE I: NAME**

The name of this organization shall be the Warwick Soccer League, Inc. hereinafter known as W.S.L., doing business as Warwick Soccer Club and hereinafter known as WSC or the Association, incorporated under the laws of the State of New York as a not-for-profit organization.

## **ARTICLE II: PURPOSE**

The Association shall operate exclusively as a not-for-profit organization in accordance with the Internal Revenue Service Code and the laws of the State of New York for the following purposes:

- A. To educate, develop, promote and administer the game of soccer among persons ages four (4) through adult;
- B. To encourage and assist in the development and growth of community leagues, associations, organizations, programs, clubs and teams so that soccer is made available to more people in all levels of competition;
- C. To foster and encourage sportsmanship and playing proficiency by all players and persons involved in soccer;
- D. To conduct and/or sanction travel teams and tournaments of youth team competition and to sanction teams to enter and participate in tournaments outside the jurisdiction of the Association;
- E. To administer a scholarship program for high school seniors, consistent with the by-laws of the organization, as determined by the Board of Directors;
- F. To do any and all other acts necessary or desirable in the furtherance of the foregoing purposes and for the good of soccer.

## **ARTICLE III: JURISDICTION**

The area of jurisdiction, hereinafter known as the territory, of the Association shall be the whole of the Town of Warwick.

*WARWICK SOCCER CLUB – CONSTITUTION & BY-LAWS continued***ARTICLE IV: AFFILIATION**

The Association shall be affiliated with those state or national soccer associations that, as determined by the board of directors, most successfully advance the Association's purposes.

**ARTICLE V: BUSINESS OFFICE**

The business office of the Association shall be within the territory of the Association and shall be established as the mailing address of the President or the mailing address of the Secretary, unless a permanent office shall be established.

**ARTICLE VI: MEMBERSHIP**

Membership in WSC is open to players, coaches, and all persons within the territory with an interest in soccer.

**ARTICLE VII: ADMINISTRATION**

- A. The final authority of the WSC shall be vested in the voting members of the Association.
- B. The Board of Directors shall operate according to the Constitution and By-Laws, and shall conduct all business of the Association, including but not limited to: the development and implementation of the Association's programs; the management of Association business activities and financial affairs; the establishment of Association policies and guidelines; and the administration of all Association activities.
- C. The Board of Directors shall be composed of eleven trustees, and shall be comprised as follows: the six elected officers of Association – The Office of the President consisting of one President and two Vice Presidents, all sharing the duties equally, the Secretary, the Treasurer, and the Registrar; four non-officer trustees; and the Immediate Past President. In the event that there is no immediate Past President available and eligible to serve, one additional trustee shall sit on the Board.
- D. The order of business shall be conducted at Association meetings in accordance with Roberts Rules of Order.
- E. The Board of Directors shall meet in general public session four times each year – in January, April, August, and October. Additional meetings, whether public or private, may be convened at the direction of the President or upon the request of any two board members.
- F. A quorum at all meetings shall consist of at least six members of the Board of Directors.
- G. Except as otherwise provided, all actions of the Board shall be taken by a majority vote. In the event of a tie vote, the President shall cast the deciding vote.

*WARWICK SOCCER CLUB – CONSTITUTION & BY-LAWS continued***ARTICLE VIII: DUTIES OF OFFICERS**

- A. The President shall be the chief executive officer of the Association and shall preside at all meetings. The President shall: act as the general representative of Association, supervise all Association activities, approve all expenditures and serve as signatory on all Association checks, and; shall appoint, with the approval of the Board of Directors, all committees and committee chairpersons, and shall serve as an ex officio member of all such committees. Notwithstanding the foregoing powers, no expenditures in excess of \$750.00 shall be made or authorized without the approval of the board of directors.
- B. Two Vice Presidents shall serve on the Board of Directors in the office of the President and shall, in order of seniority, assume the powers of the President in the event of the President's absence or incapacity.
- C. The Secretary shall be responsible for all administrative duties of the Board, shall attend to all correspondence, keep all meeting minutes, make all necessary arrangements for meetings, and supervise and administer the Association roster as defined in Article XI, Paragraph B.
- D. The Treasurer shall supervise all financial matters of Association, shall receive and deposit all funds, make all disbursements, prepare Association's annual budget, sign all Association checks, and supervise the preparation of a yearly report on Association's financial activities. The Board shall retain the services of an outside professional accountant to assist the Treasurer in the preparation of this report.
- E. The Registrar shall be directly responsible for the coordination and oversight of the registration process for all playing members of Association, and shall supervise the securing of liability insurance policies for all Association players and personnel.

**ARTICLE IX: TERMS OF OFFICE**

- A. The terms of office of the ten regularly elected members of the Board of Directors shall be two years, with five trustees being elected each year. After election by the Board, all officers shall also serve in their positions for two years. The President, Second Vice President, and Treasurer shall be elected in odd years; the First Vice President, Secretary, and Registrar shall be elected in even years. The Immediate Past President shall sit until the subsequent WSC President shall have left or lost his/her position on the Board of Directors. First Alternate Trustees, with the capacity to succeed to the Board of Directors, as provided in Article XI, Paragraph C, shall be elected each year and will sit for a one year term. There shall be no limitations on the number of terms an individual may serve as a Board Member or Trustee.
- B. No individual shall hold more than one office during his/her two year term. No Trustee shall serve on the Board of Trustees of any other organization whose interest may conflict with those of the Association.
- C. Any unexpired term of a Board Member or Officer shall be filled within 60 days by a majority vote of the Board.
- D. The Board may remove from office any Board Member or Officer on grounds of misconduct, malfeasance, or dereliction of responsibilities. Initiation of removal proceedings shall require the request of two Board Members. Removal shall require the concurrence of seven Board Members.

*WARWICK SOCCER CLUB – CONSTITUTION & BY-LAWS continued***ARTICLE X: COMMITTEES**

- A. The President shall appoint, with the approval of the Board of Directors, the following standing committees:
1. A **Registration Committee**, which shall, as directed by the Registrar, supervise and conduct the registration of all Association players.
  2. An **Election Committee**, no members of which shall be candidates for election, which shall supervise the conduct of elections, including balloting, procedures, and absentee ballots.
  3. A **Coaching Committee**, which shall supervise, assist, and provide instruction for all Association coaches.
  4. A **Referee Committee**, which shall supervise, assist, and coordinate all activities relating to referees for Association programs.
  5. A **Public Relations Committee**, which shall supervise all matters relating to WSC publicity, public relations, and public functions, including any Association parades or ceremonies.
  6. An **Arbitration & Rules Committee**, which shall conduct any investigation or disciplinary proceeding relating to misconduct by WSC members, and define and implement the playing rules of Association.
  7. A **Grounds & Equipment Committee**, which shall supervise all fields and facilities used by Association, and shall maintain an inventory of all Association property.
- B. In addition, the Board of Directors shall appoint such special committees as it shall deem appropriate and necessary.

**ARTICLE XI: ELECTIVE PROCESS**

- A. **Nominations** – Nominations for membership on the Board of Directors shall be made at the October general public meeting. All voting members of the Association, as defined in Section B, shall be eligible for election to the Board.
- B. **Voting Members** – *All registered coaches of Association teams shall be eligible to vote in all Association elections.* In addition, those individuals not serving as coaches but who make a substantial commitment to Association activities and operation in the year preceding the election shall also be eligible to vote. “Substantial commitment” shall be demonstrated by enrollment on an Association roster at the January public meeting and by participation in league activities as requested by the Association Secretary. Such activities may include but are not limited to field preparation, fundraising and publicity, and public relations. Any individual’s failure on two occasions to participate when requested by the Association Secretary shall be duly recorded by the Secretary on the Association roster and shall result in the individual’s loss of voting rights. The Association roster shall be available for public examination upon request. All final decisions regarding the gain or loss of voting eligibility, as to coaching and non-coaching voting members, shall be made by the Board.

*WARWICK SOCCER CLUB – CONSTITUTION & BY-LAWS continued*

- C. **Election to the Board of Directors** – Elections for membership on the Board of Directors shall be held in November, with a balloting process approved by the Board of Directors. At the election the eligible voting members shall each cast six votes for Board Members. Those candidates who receive the five highest vote totals shall be elected to the Board. The candidate with the sixth highest vote total shall serve as first alternate Board Member, and shall assume a position on the Board only if, during the year for which the Alternate was elected:
1. There is no Immediate Past President as described in Article VI, Paragraph C; or
  2. An elected Board Member resigns or is otherwise incapable of continuing to serve on the Board.
- D. **Election of Officers** – At its first post-election meeting, the full Board, comprising the newly-elected members and those members elected in the previous year, shall conduct an initial meeting to elect officers. The Board shall, at that meeting, nominate and elect from its ranks the officers identified in Article VIII, on the schedule defined in Article IX, Section A. Such election shall be by a simple majority vote.

**ARTICLE XII: AMENDMENT OF CONSTITUTION AND BY-LAWS**

Amendment to this Constitution and By-Laws shall be effected as follows:

- A. Proposals for amendment may be submitted by any voting member of the Association to the Board of Directors for consideration at least three months to the November election.
- B. Upon receipt, the full board shall vote, by simple majority, to submit the proposed amendments to the voting membership for ratification or to decline to submit them. Such vote must be conducted at least one month before the November election. Notice of any proposed amendments must be publicized to the voting members at least three weeks prior to the election.
- C. Voting members shall vote on the proposed amendments at the November election. Ratification shall require the approval of two-thirds of the members voting.

**ARTICLE XIII: PLAYER ELIGIBILITY**

- A. **Four & Five-Year-Old Division** – Players must attain their fourth birthday prior to September 1<sup>st</sup> (Fall Season) or April 1<sup>st</sup> (Spring Season) of the year for which they have registered. Players attaining the age of six years old before November 30<sup>th</sup> (Fall Season) of the year for which they have registered must play in the six & seven-year-old division.
- B. **Other Divisions** – All divisions for players through nineteen (19) years of age shall cover two age categories, i.e. six and seven-year-olds, eight and nine-year-olds, etc. Age (through nineteen) shall be determined as of November 30<sup>th</sup> of the year for which a player has registered. All players older than nineteen shall be considered adults.
- C. **Gender** – The four & five-year-old division shall be composed of both boys and girls. All other children's divisions may encompass separate boys and girls teams. Adult divisions may separate men's and women's teams.

*WARWICK SOCCER CLUB – CONSTITUTION & BY-LAWS continued*

- D. No player shall be permitted to play out of his or her age category or in any manner in violation of these provisions, without written permission of the WSC Registrar.

**ARTICLE XIV: DISSOLUTION**

Upon the dissolution of this organization, any assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code or the corresponding section of any revised Federal Tax Code, or shall be distributed to the Federal Government, or to a State or Local Government, for a public purpose.

**IF ADOPTED BY MAJORITY VOTE OF THE CURRENT VOTING MEMBERS, THESE  
REVISED BY-LAWS SHALL TAKE EFFECT ON NOVEMBER 1, 1995.**