

## Corrales Soccer Club Bylaws & Rules

### ARTICLE I NAME AND LOCATION

**Section 1: The Corporation:** The name of the corporation is: Corrales Soccer Club, and may be referred to as “CSC” or the “CLUB”. The principle office of the CLUB shall be located at the residence of the current president. Meeting of Members and Directors may be held at such places within the State of New Mexico as may be designated by the Board of Directors.

**Section 2: Governance:** The CLUB is governed by and is a voting member of the Northwest Rio Grande Soccer League and the New Mexico Youth Soccer Association in the city of Albuquerque and the State of New Mexico.

### ARTICLE II MEMBERSHIP

**Section 1. Membership:** Any responsible member of the community who is the parent or guardian of a registered player or hold an official position within the CLUB shall be considered a member in good standing.

**Section 2. Membership Rules:** The Board of Directors may adopt such other rules governing membership, as they deem proper and necessary.

**Section 3. Membership Removal:** A member may be reprimanded, suspended or expelled for cause by a three quarters (3/4) vote of the entire Board of Directors at a meeting called for such purpose: provided that such a member shall have the opportunity to present his/her defense. Conduct of such member found by three quarters vote of the Board of Directors at such meeting to be prejudicial to the interest and wellbeing of the CLUB shall be sufficient cause for reprimand, suspension or expulsion from the CLUB. The action of the Board may be appealed to the NWRGSL Board of Directors in accordance with NWRGSL by-laws.

### ARTICLE III MEETING OF MEMBERS

**Section 1. Annual Meetings:** There shall be two annual meetings of the members and staff of the CLUB yearly. One shall be for staff members, coaches and other team staff. The second shall be open for membership. This meeting shall be held between June 1 and the first game of the Fall season of each calendar year. At the annual meetings Directors shall brief business that may come before the Board of Directors to update the membership and other business that shall be transacted. Notice of the annual meeting of the members shall be made to the members in writing or via Electronic Mail.

**Section 2. Special Meetings:** Special meeting of the members may be called at any time for the purpose of considering matters which require the approval of all or some of the members, or for any other reasonable purpose. Said meetings shall be approved by a majority of the Board of Directors, or by sufficient members having one third of the total votes of the CLUB. Notice shall be made to

all members not less than fifteen (15) days prior to the date fixed for such a meeting.

**Section 3. Notices:** Any notice permitted or required to be delivered as provided herein may be delivered either personally or by mail or email.

**Section 4. Majority Vote:** At all regular and special meetings, unless the By-Laws otherwise provide, all questions shall be determined by a majority of the members present.

**Section 5. Chair:** All meetings of the CLUB members shall be presided over by the President, or in the event of his/her absence, by the Vice President or the next ranking member on the Board. The Secretary of the CLUB shall, EX-officio, be Secretary of the meeting.

#### **Article IV BOARD OF DIRECTORS**

**Section 1. Selection :** The affairs of this CLUB shall be managed by a Board of ten (10) Directors, all of whom shall be members of the CLUB.

**Section 2. Resignation and Removal:** Any Director may resign at any time by giving written notice to the remaining Directors. Any Director may be removed from the board, with or without cause, by a two-thirds (2/3) vote of all the votes cast in person at a meeting of the CLUB. In the event of death, resignation or removal of a Director, his/her successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his/her predecessor.

**Section 3. Nomination of Candidates:** The Board of Directors may convene a nomination committee selected by the Board to propose candidates for the Annual meeting. Nominations may also be made from the floor. Members are encouraged to contact the Board of Directors if they are interested in working with the CLUB.

**Section 4. Compensation:** Other than as provided in sections 5, 6, 7, and 8 no Director shall receive compensation for any service she/he may render to the CLUB. However, any Director may be reimbursed for his or her actual expenses incurred in the performance of their duties. All expenses must be approved by the Board of Directors prior to reimbursement.

**Section 5. Registrar/Executive Director Compensation:** The CLUB Registrar or Executive Director shall be compensated for registration at the rate of \$1,000/month for each month as invoiced by the Registrar/Executive Director. The total shall be no more than 12,000 per year. The registrar will share this compensation with the assistant registrar proportional to the amount of assistance provided. The registrar may also receive a flat fee one time per year as a negotiated bonus as applicable corresponding to CLUB growth. Should registration numbers drop below the budget projections, a new compensation rate may be negotiated with the Board of Directors at their discretion. The Registrar/Executive Director is paid by a set fee for services rendered and is classified as a paid contractor and is not considered to be a full time or part time employee. Therefore, the Registrar/Executive Director is not entitled to any benefits, leave or compensation other than previously outlined.

**Section 6. Late Registration Fee:** The CLUB shall collect a late fee of \$25.00 for every player registered after the league registration deadline for each season at a specific date set by the Registrar/Executive Director.

**Section 7. Registration of Director Children:** The children of all Directors will be registered for the amount a prorated amount equal to the league fee portion of registration.

**Section 8. Payment for Services:** Any director or officer managing a program (such as but not limited to: Lobo Camp, 3v3, Youth Academy, Skills Sessions (Skill Development Program), club repairs or training can be compensated by a majority vote.

**Section 9. Action Taken Without a Meeting:** The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining written, phone, or email approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

## **ARTICLE V MEETING OF DIRECTORS**

**Section 1. Meetings:** Meeting of the Board of Directors shall be held when called by the President of the CLUB, or by any (3) directors. Notice of such a meeting shall be given to each Director by mail, email, phone, or personally.

**Section 2. Quorum:** A majority of the number of Directors shall constitute a quorum for the transaction of business. Each act or decision done or made by the Directors shall require the assent of the majority of the number of directors.

## **ARTICLE VI POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

**Section 1. Powers:** The Board of Directors shall have the power to:

1. Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.
2. Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive meetings of the Board of Directors of which notice was given.
3. Exercise all powers, duties and authorities vested in or delegated to this CLUB and not reserved to the membership by other provisions of these By-Laws.
4. Adopt rules for the conduct of the CLUB members. Such rules shall be adopted by a vote of not less than a majority of the entire Board of Directors.

**Section 2. Duties:** The Board of Directors shall:

1. Select such standing committees and provide for the employment of such agents and employees as shall in their judgment be necessary and proper to carry out the purposes for which the CLUB is formed.
2. Supervise all officers, agents and employees of this CLUB, and to see that their duties are properly performed.
3. Cause all officers or employees having fiscal responsibilities to be bonded, if in the discretion of the Board of Directors such bond is deemed appropriate.
4. Select representative (commissioners) to NWRGSL. The president shall be a commissioner. Other commissioners may be Directors or members. The number of commissioners is set by NWRGSL based on CLUB membership.
5. Select a Head Referee and a Director of Coaching.
6. Select an Executive Director and a Tournament Director.

## **ARTICLE VII OFFICERS AND DUTIES**

**Section 1. Enumeration of Officers Board of Directors:** The officers of this CLUB who are also Directors shall be a President, a Vice President, the Past-President, a Secretary, a Treasurer, a Registrar, an Assistant Registrar, Head Referee, Executive Program Director, and Director of Coaching. The Board of Directors may elect to fill two Director at Large positions. The Board of Directors may elect to have a Director but not an officer to fill two (2) positions , however any signers to the CLUB accounts may only hold one (1) position and these signers are also restricted by Article X, Section II of the Bylaws .

**Section 2. Enumeration of Officers Non-Directors:** The officers of this CLUB who are not Directors shall be any NWRGSL commissioners who are not also Directors, and any officers elected in section 4.

**Section 3. Election of Officers:** The election of the officers shall be by the Board of Directors.

**Section 4. Special Officers:** The Board may elect other officers as the affairs of the CLUB may require.

**Section 5. Resignation and Removal:** Any officer may be removed from office with or without cause by the Board. Any officer may resign at anytime giving written notice to the Board. Such resignation shall take effect on the date of receipt of such notice, or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall be necessary to make it effective.

**Section 6. Vacancies:** A vacancy in any office may be filled by the Board at a meeting of the Board. The Board of Directors must fill at least seven positions.

**Section 7. Duties:** The duties of the officers are as follows:

1. President. The president shall preside at all meetings of the members and of the Board of Directors, shall see that orders and resolutions of the Board are carried out, shall sign all written instruments on behalf of the CLUB, and shall perform other duties as required by the Board. In addition the president shall be a signer on bank accounts owned by the CLUB.
2. Vice President. The vice president shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act, and shall perform other duties as required by the Board. In addition the vice president shall be a signer on bank accounts owned by the CLUB.
3. Past President. The past president shall provide advice and assistance to the current president as requested. He/she shall perform other duties as required by the Board.
4. Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members, serve notice of meetings of the Board and of the members, and shall perform other duties as required by the Board.
5. Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all monies of the CLUB, and shall disburse such funds as directed by resolution of the board of Directors, shall sign all checks and promissory notes of the CLUB, keep proper books of account, and shall prepare a statement of income and expenditures to be presented to the membership at its regular annual meeting, and shall perform other duties as required by the board. In addition the treasurer shall be a signer on bank accounts owned by the CLUB.
7. The Executive Director/ Registrar and Assistant Registrar. Serving under the direction of the Board of Directors, the Executive Director shall manage club day to day operations and programs including but not limited to: 3v3, CSC Camps, Club Tournaments, Website, Marketing, and all other programs having CLUB Participation. The Executive Director shall also register players for the club, keep appropriate current records showing members of the CLUB together with their address, provide registration information to the league in a timely fashion, and shall perform other duties as required by the Board. The Executive Director, registrar and assistant registrar shall not be signers on any bank account owned by the club.
8. The Director of Coaching. The Director of Coaching shall arrange for coaching clinics, provide mentorship, training, and assistance to CLUB coaches, and shall perform other duties as required by the Board.
9. The Tournament Director. The Tournament Director shall run and maintain any club events and tournaments at the direction and supervision of the Executive Director.
10. NWRGSL Commissioners/ Member(s) at Large. The league commissioners shall attend NWRGSL meetings and report on the meetings to the Board of Directors. He/she shall perform other duties as required by the Board. Attendance at the Board of Directors Meetings is encouraged, but not required.

## ARTICLE VII STANDING COMMITTEES

**Section 1. General:** The president, with the advice and consent of the Board of Directors, may appoint from the regular membership standing committees named in the Article, composed of three (3) or more members. The chairman of each of the standing committees shall be named by the Board. The standing committee shall, in all matters, be responsible to and subject to the direction of the Board of Directors.

**Section 2 Executive Committee:** The executive Committee shall consist of the regular officers of the Club.

**Section 3 Nomination Committee:** The Nomination Committee shall consist of two (2) board members and two (2) general members. The duty of this committee is to propose candidates for the Board of Directors.

**Section 4 Other Committees:** Other committees may be appointed by the Board of Directors at any time with such responsibilities as the Directors may prescribe.

## ARTICLE IX FEES AND DUES

**Section 1. Fees:** The annual player's fees shall be determined yearly by the Board of Directors.

**Section 2. Assessments:** No assessments shall be made of the members of the club except by a proposal of the Board of Directors approved by a majority of the members present at any meeting called for such a purpose.

**Section 3. Misc Fees:** Bank fees assessed to the CLUB due to members presenting a non-sufficient funds check shall be billed to the member in order to reimburse the CLUB.

**Section 4. Refunds:** Refunds will be granted on a "case by case" basis and must receive a  $\frac{3}{4}$  vote from the Board in order to be granted.

## ARTICLE X BOOKS AND RECORDS

**Section 1 Dual Signature Accounts:** All bank accounts owned by the CLUB must require dual signature. Signers on the account(s) will include the President, Vice President and Treasurer. If at any time spouses are in the positions that include the President, Vice President or Treasurer the Board must select an alternative signer to the account to maintain dual control and prevent spouses from signing together on the account. The alternative signer must be a Director however under no circumstances shall the Executive Director, Registrar or Assistant Registrar be signers on CLUB bank accounts.

**Section 3. Budget:** The Board of Directors shall approve a budget by the 1<sup>ST</sup> of June each year. Any spending outside of the parameters set in the budget must be approved by the board of directors. If in the absence of a budget the Board must vote on all expenditures.

#### **ARTICLE XI OTHER ITEMS**

**Section 1. Fiscal Year:** The fiscal year of the CLUB shall begin on the 1st day of June and end on the 31st day of May each year.

These By-Laws may be amended at any regular meeting or at a special meeting duly called for such purpose by the affirmative vote of two-thirds (2/3) of all votes cast at such a meeting.

**Section 2. Mergers:** At no time will the CLUB merge with another program, club, organization, business, or non-profit. The CLUB may “absorb” another program, club, organization, business or non-profit with a majority vote by the Board of Directors. The intention of the founders is to maintain and grow the CLUB and at no time to sell, merge, or be absorbed by another program, club, organization, business or non-profit. All accounts managed by the CLUB are to remain under CLUB control at all times.

**Section 3. Staff Restrictions:** A CLUB board member or head coach within the CLUB may not be a coach, board member, staff member or hold any other position at or with another soccer organization except in Board of Director majority approved circumstances. Failure to self-report the addition of one of the aforementioned positions within 7 days will result in an immediate suspension of all duties pending a subsequent hearing by a disciplinary committee appointed in accordance with ARTICLE VIII, Section 4.