

## **OSHKOSH UNITED SOCCER CLUB, INC. BY-LAWS**

### **ARTICLE 1 – PURPOSE**

#### **Section 1: Purpose**

The Oshkosh United Soccer Club, Inc. (Corporation, Club) is organized to provide youth with access to instruction, education and competition in the sport of soccer.

#### **Section 2: Status**

The Corporation is formed exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. It is the intention of the Corporation at all times to qualify and remain as exempt from income tax under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as the same may be amended. Accordingly:

- (A) The Corporation shall not be conducted or operated for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member or individual; nor shall any of such earnings nor any of the property or assets of the Corporation be used other than for the objectives and purposes of the Corporation set out above.
- (B) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall the Corporation participate in, or intervene in (by the publishing or distribution of statements or otherwise), any political campaign on behalf of any candidate for public office.
- (C) Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.
- (D) Upon the dissolution or winding up of the Corporation, or in the event it shall cease to engage in carrying out the purposes and goals set forth in these by-laws, all of the business, properties, assets and income of the Corporation remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a non- profit fund, foundation or corporation which is organized and operated exclusively for tax exempt purposes which are reasonably related to the purposes and goals of the Corporation, as may be determined by the Board of Directors of the Corporation, in its sole discretion, and which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended. In no event shall any of the business, properties, assets or income of the Corporation, in the event of dissolution thereof, be distributed to the directors, members, or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same or for any other purpose.

#### **Section 3: Fiscal year**

The fiscal year of the Corporation shall be from each August 1, to each July 31.

#### **Section 4: Non-discrimination**

In the conduct of all aspects of its activities, the Corporation shall not discriminate on the grounds of race, color, nature of origin or gender.

### **ARTICLE II – MEMBERSHIP**

#### **Section 1: Membership**

All coaches, players, and parents of players participating in the activities of the Oshkosh United Soccer Club, Inc. will be considered member of the Wisconsin Youth Soccer Association, United States Soccer Federation, and the Oshkosh United Soccer Club, Inc.

#### **Section 2: Voting**

Members shall elect the Executive Board before December 31st. Each member of the Oshkosh United Soccer Club, Inc. shall have one vote, which must be cast in person.

#### **Section 3: Executive Board**

The Executive Board shall consist of four (4) members including the President, Vice-President, Secretary and Treasurer. Other than duties set out below, the primary function of the Executive Board is to deal with issues and make decisions in emergency situations or when it is impractical to convene a full Board meeting.

### **ARTICLE III - Board of Directors**

#### **Section 1: Duties**

The business affairs of the Club shall be managed by its Board of Directors. In matters of policy, programs, and expenditure of funds, voting will be done by members' vote, which must be cast in person.

#### **Section 2: Membership of the Board of Directors**

The Board of Directors shall consist of eleven (11) voting members, including the Executive Board and the following individuals:

- a. 2 Registrar/Head Team Representatives.
- b. 2 Coaching Representatives.
- c. 2 Members at Large.
- d. 1 Communication Coordinator.

#### **Section 3: Termination of Board Membership**

- a. Membership will be terminated by voluntary withdrawal or expulsion.
- b. Members may be expelled for cause by the majority vote of the Board of Directors.

Primary causes for expulsion may be failure to participate in Board Meetings or conduct detrimental to the Club.

#### **Section 4: Meetings of the Board of Directors**

Board meetings will be scheduled by the President of the Board of Directors. Emergency meetings may be requested by any Board Member and scheduled by the President.

#### **Section 5: Notice of Meetings**

Notice of any meeting will be given 48 hours in advance by the President or Secretary of the Board of Directors.

#### **Section 6: Quorum**

A quorum shall be considered to be a majority of the Board Members.

#### **Section 7: Decisions**

Provided there is a quorum, decisions will be arrived at by an affirmative vote of the majority of the Board Members present.

#### **Section 8: Vacancies**

Vacancies after the yearly election of new members and officers shall be filled by vote of the Board of Directors as needed.

### **ARTICLE IV – DUTIES OF BOARD MEMBERS**

#### **Section 1: President**

The President shall be the principal officer of the Club. Subject to the control of the Board of Directors, he/she shall supervise and administer the business and affairs of the Club. He/she shall, whenever present, preside at and set the agenda for all meetings of the general membership of the Board of Directors. The President will appoint the standing committee chairpersons. This two (2) year term will be elected at the annual Fall meeting on even number years.

#### **Section 2: Vice-President**

In the absence of the President, the Vice-President shall assume the duties of the President. The Vice-President shall perform other duties as directed by the President of the Board of Directors. The Vice-President will also serve on the East Central District Committee. This two (2) year term will be elected at the annual Fall meeting on odd number years.

#### **Section 3: Secretary**

The Secretary shall:

- a. Keep minutes of all meetings of the membership, both general and Board of Directors.
- b. Distribute copies of the minutes of all meetings to the members of the Board of Directors.
- c. Maintain records of all minutes.
- d. Serve notice to members of the board, or to general members, if necessary, of the meeting to be held.
- e. Perform all duties incident to the office of Secretary and as assigned by the President of the Board of Directors.
- f. Be responsible for background checks for all coaches.

This two (2) year term shall be elected at the annual Fall meeting on odd number years.

#### **Section 4: Treasurer**

The Treasurer shall:

- a. Have charge and custody of all funds of the Club.
- b. Prepare the annual report.
- c. In general perform all duties incident to the office of Treasurer and as assigned by the President or the Board of Directors.
- d. Record all registration payments and periodically compare figures with Registrar.
- e. Prepare budget using input from the Board of Directors.
- f. Present books and supporting documentation for audit as required.

This two (2) year term will be elected at the annual Fall meeting on even number years.

#### **Section 5: Coaching Representatives (2)**

The Coaching Representatives shall:

- a. Be recommended by the Executive Board for Board approval.
- b. Recruit and organize the coaching staff.
- c. Conduct tryouts with the coaching staff.
- d. Prepare and provide an estimated budget.
- e. Hold coaches meetings and present issues at the Board meetings.

The Coaching Representatives will be appointed by recommendation of the Executive Board subject to Board approval.

#### **Section 6: Registrar/Head Team Representatives (2)**

The Registrar/Head Team Representatives shall:

- a. Be responsible for registration.
- b. Work with Coaching Representatives for registration at tryouts.
- c. Contact Team Representative for unpaid fees and/or send letters to parents.
- d. Submit all necessary information to East Central Soccer District on a timely basis.
- e. Coordinate the appointment of a Team Representative for each team. This individual shall be the liaison among the parents, team coach, and the Registrar/Head Team Representatives.

- f. Hold Team Representative meetings and present issues at Board meetings.
- g. Consult the Team Representative Manual for complete details of the procedures and duties required.

The Registrar/Head Team Representatives will be appointed by recommendation of the Executive Board subject to Board approval.

### **Section 7: Communications Coordinator**

The Communications Coordinator shall:

- a. Assist in communication to Club members.
- b. Work with the Website Coordinator to ensure updates are accurate and timely.
- c. Assist in writing manuals, policies and notices as assigned.

The Communications Coordinator will be appointed by recommendation of the Executive Board subject to Board approval.

### **Section 8: Board Members at Large (2)**

- a. Members at Large will be elected at the annual Fall meeting.
- b. Members will be encouraged to chair standing or ad hoc committees.
- c. Members will present committee decisions at Board meetings.

## **ARTICLE V – CLUB COMMITTEES**

### **Section 1: Types of Committees**

The following committees are hereby established as standing committees:

- a. Oshkosh United Tournament Committee.
- b. Scholarship Committee.

Additional committees will be determined, as necessary, throughout the year by the Board of Directors.

### **Section 2: Committee Membership**

It shall be the duty of the President to appoint a chairperson for the various committees as they are convened. The Board of Directors shall have the authority to establish or dissolve committees.

## **ARTICLE VI – APPOINTMENTS**

### **Section 1: Type & Duties**

- a. Equipment Coordinator: purchase, distribute, and at the end of the season, collect all equipment owned by the Club.

- b. Referee Coordinator: acquire, schedule, supervise, and evaluate all licensed referees for home games and the tournament. This is a paid position.
- c. Uniform Coordinator: work with Team representatives on ordering and distribution of uniforms.
- d. Volunteer Coordinator: coordinate all volunteer activities and participate on Tournament Committee.
- e. Tournament Director: schedule and supervise all aspects of the Oshkosh United Tournament.
- f. Website Coordinator: coordinate all website material.

## **Section 2: Appointee Selection**

It shall be the duty of the President to select all appointed personnel.

## **ARTICLE VII – AMENDMENTS**

### **Section 1: Board of Directors**

The Board of Directors by vote of two-thirds of its general membership present at an annual meeting can adopt, amend or repeal any or all of the by-laws of the Club.

*Revised 12/6/09*