



Policies and Procedures

Adopted: 9 June 2009

By-Laws of Monroeville Soccer Club, Inc

Article I. Name.

Section 1. Name. The name of the organization shall be Monroeville Soccer Club, Inc. ("Club"). For communications with Club members and the community at large, the Club may be referred to informally as "Monroeville Soccer Club" or "MSC".

Section 2. Location. The Club shall serve the area of the Gateway School District, Allegheny County, Pennsylvania.

Section 3. Purpose. The purpose of the Club is to provide instruction and game situations in order to teach soccer skills and develop soccer teams and leagues.

Article II. Membership.

Section 1. Qualification for Membership. Upon request, any adult, residing in the area outlined in Article I, Section 2 shall be qualified to be a member of the Club, subject to those additional requirements as may, from time to time, be established by formal resolution of the Board of Directors. Adults residing outside that area may apply for membership to the Club, subject to the approval of the Board of Directors.

Section 2. Election of Members. Any adult who is qualified for membership may become a member of the Club by submitting to the Board of Directors a properly executed application in the form required by the Board, along with the dues which may, from time to time, be required by the Board of Directors. The Board of Directors shall act upon the same at their next duly constituted meeting.

Section 3. Resignation. Any member may resign from the Club by submitting written notice to the Board of Directors.

Section 4. Discipline. The Board of Directors shall have the authority to suspend or expel any member for violations of the bylaws or other such rules as may be established from time to time by the Board of Directors, or for engaging in conduct which, in the opinion of the Board, may be contrary to the purpose of the Club.

Section 5. Dues. The Board of Directors shall have full authority to determine fees, membership dues, and other charges for the participation of individuals in the programs

of the Club, and such fees, dues, and charges shall be payable in the manner set forth by the Club.

Article III. Meeting of Members.

Section 1. Annual Meeting. There shall be an annual meeting of the membership of the Club in the month of June on a date set by the Board of Directors, at which time minutes shall be read, a treasurer's report given, and consideration and action be taken relative to any other old and new business. All members shall be given at least ten days' notice of the annual meeting by mail, email or posting on the Club's web page.

Section 2. Special Meetings. Special meetings of the membership may be called at the discretion of a majority of the Board of Directors; notice thereof shall be given in the same manner as the annual meeting.

Section 3. Quorum. A quorum of any special or annual meeting of the membership shall be (10) ten members, which must include a majority of the Directors.

Section 4. Rules of Conduct. The president shall conduct all annual and special meetings of the membership in accordance with Roberts Rules of Order.

Article IV. Board of Directors.

Section 1. Management. The management of the Club shall be vested in a Board of Directors which shall consist of members elected in the manner specified in Article VI.

Section 2. Board Meetings. The Board of Directors shall meet monthly from July to June of each year and may schedule any additional meetings as necessary to conduct the business of the Club. Additional meetings may be conducted in other ways, including but not limited to, in person, by telephone, by webinar, and/or serially by email. Should external circumstances require a Board meeting to be rescheduled or cancelled, or should there be no time sensitive business to transact, the President, or persons acting for the President, may cancel or reschedule the meeting provided appropriate notice is given. Three days' notice of all Board meetings and cancellations shall be given to all Board Members delivered by mail, email, telephone, or posting on the Club's web site.. A Board meeting may be combined with a membership meeting. A Board meeting may be conducted without the President or the Vice President. In such an instance, the Board meeting shall be presided over by a Board member agreed upon by a Quorum. With the exception of email meetings, a Quorum shall be a simple majority of the Board present and participating in the meeting. For email meetings, a Quorum shall be a simple majority of the entire Board.

Article V. Officers.

Section 1. Titles. The officers of the Club shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 2. The President. The President shall be the Chief Executive Officer of the Club, shall direct the activities of the Club, shall preside at all membership and board meetings, and shall, with the Board of Directors, enforce the by-laws and other such rules and regulations as may be established by the Board. Further, the President shall appoint any committees which may be required for the operation of the Club, and shall be an *ex officio* member of all such committees. The President shall make an activities report at the annual membership meeting, shall sign all written contracts, obligations or instruments on behalf of the Club and shall perform all other such duties as may be properly required by the Board of Directors.

Section 3. The Vice President. In the absence of the President, the Vice President shall perform all his duties. If the office of President should become vacant, the Vice President shall hold the office until the next election.

Section 4. The Secretary. The Secretary shall be the custodian of the Club's records, shall countersign all contracts, obligations or instruments on behalf of the Club, shall issue all notices required, shall keep all minutes, and shall perform such other duties as may be properly required by the Board of Directors.

Section 5. The Treasurer. The Treasurer shall be the custodian of all of the Club's funds, shall deposit all such funds in a depository designated by the Board of Directors, shall issue all checks for signature by the proper officers, shall submit a complete accounting of the source and application of the Club's funds at the annual membership meeting, retain tax records, and shall perform other such duties as may properly be required by the Board of Directors.

Section 6. Vacancies. Should a vacancy arise in the Officers between annual meetings of the membership, the Board at its next meeting shall elect a member of the Board to fill such vacancy. The term of office of a person so elected shall extend to the June 30th following.

Article VI. Elections.

Section 1. Voting Rights. Each member of the Club in good standing with all dues, fees, and charges paid shall have the right to vote in the election of the Board of Directors.

Section 2. Election. At each annual meeting of the membership, half of the Board of Directors will be elected by the membership at large to serve a term of two (2) years. The maximum number of Directors shall not exceed fourteen (14) nor shall it be fewer

than five(5). At the first meeting of the newly elected Board, there shall be elected from the members of the Board, a President, Vice President, Secretary, and Treasurer, each of whom shall serve a term of one (1) year.

Section 3. Vacancies. Should a vacancy arise on the Board of Directors between annual meetings of the membership, the Board shall endeavor, at subsequent meetings, to elect a member of the club to fill such vacancy. The term of office of a person so elected shall extend to the June 30th following. Should too few members of the Board of Directors exist for a Quorum, and only under circumstances in which Time Is of The Essence requiring the immediate actions of the Board, the President may appoint temporary members of the Board to arrive at a Quorum. Any such appointments shall lapse upon the earlier of the filling of such vacancies or upon the abatement of the circumstances requiring Time Being of the Essence.

Article VII. Miscellaneous.

Section 1. Amendments. These by-laws may be amended only at an annual or special meeting of the membership and upon ten (10) days' notice to the membership indicating the proposed amendments. Such notice may be delivered by mail, email, or posting on the Club's web site. Amendments must be approved by two-thirds of those members present and become effective immediately upon approval.

Section 2. Rules and Regulations. The Board of Directors may adopt any rule or regulation consistent with these by-laws for the conduct of the activities of the Club.

Section 3. Fiscal Year. The fiscal year of the Club shall be July 1 to June 30.

Section 4. Playing Time. Except as directed below, all players duly registered to a Club team, and present for a game, shall play at least one-half of the possible playing time in that game. Injury, illness, disciplinary or behavioral issues, limitations in stamina precluding requisite participation or request by player or player's parent or guardian are considered legitimate exceptions to the above requirement. The Club recognizes that game situations may result in this requirement not being met in a particular game; in this case the Club expects that accommodations to playing time shall be made in subsequent games.