

BYLAWS

TRI-CITY SOCCER ASSOCIATION, INC.

I. Mission Statement

Tri-City Soccer Association is a not-for-profit organization promoting soccer in southwest Colorado which enables participants to meet or achieve their individual goals through development of soccer skills.

II. Membership

A. The following are members:

1. The parents or legal guardians of any youth enrolled in Tri-City Soccer.
2. Any person serving as coach, assistant coach, referee or volunteer worker.

B. Only individuals who are 18 years old or older are eligible to vote in the general membership meetings, serve as a coach, serve on the coaching committee or serve as a Coordinator. Younger individuals are encouraged to assist.

III. Meetings

A. The annual general membership meeting will be the first Monday in June starting June 1998. The meeting will be the second Monday in June if the first Monday falls on a holiday.

1. Notice of the meeting will be published in at least one local newspaper

2. The meeting shall be held at the Cortez City Hall or such other place designated by the Board of Directors.

B. All meetings will be conducted according to Roberts' Rules of Order.

C. All members present shall constitute a quorum.

D. Special membership meetings may be called by the Board of Directors or 50 members.

IV. Board of Directors

A. The Board of Directors shall consist of *between nine and seventeen*

members serving in the following positions:

President

Vice President/Coaching Committee member

Vice President/Director of Division Coordinators

Treasurer

Secretary

Four to twelve Directors at large

B. The Officers and Directors shall serve a two year term. To allow for staggered terms, three Directors will be elected on even years and four Directors will be elected on odd years at the general membership meeting.

1. A Nominating Committee shall present a slate of proposed Officers and Directors at the general membership meeting.

C. Meetings of the Board of Directors

1. Regular meetings of the Board of Directors shall be held at least quarterly at a time and a location to be determined by the Board. The president or the Board of Directors may change the time and location of the meeting with ten (10) days notification to each board member.

2. Special Meetings

a. Special meetings of the Board of Directors may be called at any time by the President or by three (3) Directors, and may be held within or without the State of Colorado at such time and place as a notice or waiver thereof may specify. Notice of such meetings shall be sent by mail or facsimile transceiver to the last known address of each Director at least five (5) days, or shall be given to each Director in person or by telephone at least forty-eight (48) hours, prior to the date and time fixed for the meeting. The business to be transacted at a special meeting of the Board of Directors must be specified in the notice and only that business shall be transacted.

b. Special meetings of the Board of Directors may be held without notice at any time that all Directors are present in person or by telephone, and the presence of any Director at a meeting

shall constitute waiver of notice of such meeting except as otherwise provided by laws.

3. A quorum at all meetings of the Board of Directors shall consist of *no fewer than one-third of the number of directors in office immediately before the meeting begins*, but a smaller number may adjourn from time to time without further notice until a quorum is secured. The act of the majority of the Directors present at a properly called meeting at which a quorum is present shall be the act of the Board of Directors.

4. Waiver of Notice. Any officer or director may waive, for himself or herself only, in writing, any notice of any regular meeting or special meeting of the Board of Directors required to be given by law or under these bylaws, whether before or after the time stated therein.

D. The Board of Directors has the authority to develop and implement rules consistent with these Bylaws, govern Tri-City Soccer and shall have final decision on all appointments.

1. Any member may appeal a decision of any Director, Committee, or Coordinator to the Board of Directors which shall have the final decision.

E. The Board of Directors shall have all of the Powers and Authority available to a Board of Directors under the Laws of the State of Colorado.

V. Duties of the Officers

A. President

1. Shall be Chief Executive Officer of Tri-City Soccer
2. Shall preside at all meetings of the Board and General Membership
3. Shall appoint all Coordinators and committees with approval of the Board
4. Shall be elected in even numbered years
5. Shall perform such other duties as may, from time to time, be assigned by the Board of Directors.

B. Vice President/Coaching Committee member

1. Shall in the absence of the President, perform all duties of the

President

2. Shall assist the President in all matters
3. Shall serve as a liaison with the Coaching Committee
4. Shall be elected in odd numbered years
5. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

C. Vice President/Director of Division Coordinators

1. Shall be the Director of the Division Coordinators, ensuring communication between the divisions and organizing matters which overlap divisions.
2. Shall be elected in even numbered years
3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

D. Treasurer

1. Shall maintain all financial records and accounts of the Association.
2. Shall prepare monthly financial statements using accepted accounting methods.
3. Shall prepare an annual statement for the previous fiscal year prior to the annual general meeting.
4. Shall assist the Board of Directors in establishing a proposed budget.
5. Shall account for all monies of the Association which will be deposited in recognized insured financial institutes.
6. Will be responsible for maintaining the tax exempt status of the Association.
7. Will be responsible for filing all tax returns required of the Association.
8. Shall be elected in odd numbered years
9. Shall perform such other duties as may, from time to time, be

assigned by the President or Board of Directors.

E. Secretary

1. Shall keep accurate minutes of all meetings of the members of the Association and the Board of Directors.
2. Shall collect and maintain in the Book of Minutes a record of all proceedings of regularly scheduled meetings of Tri-City Soccer.
3. Shall give notice of meetings of the members of the Association.
4. Shall handle the correspondence of Tri-City Soccer.
5. Will be responsible for maintaining corporate compliance with the Secretary of State.
6. Shall be elected on even numbered years.
7. Shall maintain a copy of the list of all players registered with Tri-City Soccer.
8. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

F. Vacancy

1. If a vacancy occurs in any office, the Board shall elect a replacement until the next general membership meeting at which time a new Director will be elected to complete the term of the vacant office.

G. Any Director may be removed from office for cause after a proper hearing by the Board of Directors. A two-thirds (2/3) vote of the entire Board of Directors shall be required to remove a Director.

VI. Committees

A. Coaching Committee

1. The Coaching Committee shall consist of five to seven members approved by the Board of Directors. The responsibilities include maintaining a list of coaches, evaluating coaches, arbitrating conflicts with coaches, aiding with education, and developing coach selection criteria. The Coaching Committee has authority to make coach assignments. The Coaching Committee should recommend coach dismissals and coach discipline for

action by the Board of Directors. The decisions of the Coaching Committee shall be subject to appeal to the Board of Directors.

2. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

B. Nominating Committee

1. A Nominating Committee consisting of five members shall present a slate of officers and directors at the general membership meeting. The Nominating Committee shall comprise the past President, two members appointed by the Board and two members selected by the President.

C. Auditing Committee

1. The Auditing Committee shall consist of three persons appointed by the President and approved by the Board of Directors. The Auditing Committee will audit the books every two years corresponding with the end of the term of the out-going Treasurer.

VII. Coordinators

A. Division Coordinators

Each Division (U6, U8, U10B, U10G, U12B, U12G, U13B and up, U13G and up, competitive teams) shall have a Division Coordinator approved by the Board of Directors. The responsibilities of the Division Coordinator are:

1. The Division Coordinator will be appointed by the Board of Directors.
2. Secure coaches and assistant coaches with the aid of the Coaching Committee
3. Distribute equipment and shirts
4. Assist with scheduling with the Field Coordinator
5. Educate and oversee coaches with the aid of the Coaching Committee
6. Coordinate player transfers consistent with the rules and policies of Tri-City Soccer
7. Organize a coaches meeting to assign players for each team in

a fair and equitable manner. A majority of the coaches in the division will determine the method of assigning players subject to the Bylaws, rules and policies of Tri-City Soccer.

8. Provide the Registrar with the coach assignment for each player

9. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

B. Registrar

1. The Registrar will be appointed by the Board of Directors.

2. The Registrar will receive and maintain the registration forms in a central location. The Registrar will keep a copy of the forms and distribute the originals to the Division Coordinators. The Registrar will maintain a data base of all players and shall register all players with CSYSA. The Registrar shall provide listings of players to the Secretary. The Registrar will provide labels for use in mailings.

3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

C. Field Coordinator

1. The Field Coordinator will be appointed by the Board of Directors.

2. The Field Coordinator shall arrange for fields with the proper authorities, assign practice fields, and assign game fields. The Field Coordinator will meet with Division Coordinators to develop season schedules.

3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

D. Equipment Coordinator

1. The Equipment Coordinator will be appointed by the Board of Directors.

2. The Equipment Coordinator shall arrange for the purchase and/or availability of equipment or supplies, including shirts, deemed necessary by the Board of Directors. The Equipment Coordinator shall issue equipment to the Division Coordinators for distribution to team coaches. The Equipment Coordinator shall

work with the PR/Sponsor Coordinator to arrange T-shirt printing.

a. The Equipment Coordinator will obtain and supervise a Field Manager. The Field Manager will be responsible for setting up the fields for games.

3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

E. Publicity (PR)/Sponsor Coordinator

1. The Publicity/Sponsor Coordinator will be appointed by the Board of Directors.

2. The PR Coordinator shall disseminate information regarding meetings, advertise registration, and supervise a newsletter. The Coordinator is also responsible for obtaining sponsors, delivering sponsor checks to the Treasurer, and delivering thank you presents to the sponsors.

3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

F. Referee Coordinator

1. The Referee Coordinator will be appointed by the Board of Directors.

2. The Referee Coordinator shall maintain a list of referees, provide for referee training and assign referees per the rules and policies of Tri-City Soccer. The Referee Coordinator shall work in coordination with the Field Coordinator.

3. Shall perform such other duties as may, from time to time, be assigned by the President or Board of Directors.

VIII. Amendments

A. Any amendment to these bylaws must be approved by a two-thirds (2/3) affirmative vote of the voting membership attending the annual general meeting or a special meeting called for the purpose of amending these bylaws.

B. Any proposed amendment to these bylaws may be submitted by a voting member, by the Board of Directors or by the Bylaws Committee.

C. The proposed amendment must be submitted in writing to the Board of Directors at least 60 days prior to the meeting.

These Bylaws and future amendments supersede and replace any prior Tri-City Soccer Bylaws and policies with which there is conflict.

These Bylaws as amended were adopted on February 13, 2001, by a majority vote of the members present.