



Oregon City Soccer Club  
Est. 2011

# OREGON CITY SOCCER CLUB Bylaws

**Adopted: June 9th, 2011**

**Amended: November 24, 2013**

**Amended: December 20, 2015**

**Amended: November 27, 2016**

**Amended: November 2021**

**Amended: December 2022**

**Amended: December 2023**

## Contents

Part I – General .....	5
Bylaw 101    Name.....	5
Bylaw 102    Purpose .....	5
Bylaw 103    Memberships in Other Organizations .....	5
Bylaw 104    Authority .....	6
Bylaw 105    Laws of the Game.....	6
Bylaw 106    Fiscal and Seasonal Soccer Year .....	6
Bylaw 107    Rules of Order .....	6
Bylaw 108    Dissolution of Club .....	6
Part II – Membership .....	6
Bylaw 201    Equal Opportunity.....	6
Bylaw 202    Participation.....	6
Bylaw 203    Membership.....	7
Part III – Organization and Board .....	7
Bylaw 301    Board of Directors/Officers of the Board .....	7
Bylaw 302    Club Officers and Duties .....	8
Bylaw 303    The Executive Committee .....	10
Bylaw 304 <i>Ex-Officio</i> Members of the Board.....	11
Bylaw 305    Appointed Coordinators.....	12
Bylaw 306    Election of Officers and Directors.....	13
Bylaw 307    Removal of Officers or Directors .....	13
Bylaw 308    Filling Vacant Offices .....	14
Bylaw 309    Committees.....	14
Part IV – Meetings .....	15
Bylaw 401    Board of Directors Meetings .....	15
Bylaw 402    General Membership Meeting .....	15
Part V – Administration .....	15
Bylaw 501    Administration .....	15
Bylaw 502    Financial Policies .....	16
Part VI – Grievance, Protest, and Appeals .....	16
Bylaw 601    Complaints .....	16
Bylaw 602    Hearing Procedures.....	16
Bylaw 603    Hearing Procedures - Sponsored Competition .....	17
Bylaw 604    Appeals Process .....	17
Bylaw 605    Exhaustion of Remedies .....	17
Part VII - Risk Management .....	18

Bylaw 701	Risk Management Policy .....	18
Part VIII – Amendments	.....	18
Bylaw 801	Bylaw Changes and Amendments .....	18
Bylaw 802	Provisional Bylaw Changes .....	19
Bylaw 803	Severability and Precedence .....	19

## **Part I – General**

### **Bylaw 101**

#### **Name**

- Section 1** This organization shall be known as the Oregon City Soccer Club, hereinafter referred to as the Club.
- Section 2** The Club will register with the Oregon Secretary of State and the Oregon Department of Justice as a Public Benefit nonprofit corporation. The Board and Officers of the corporation will take all steps necessary to maintain its nonprofit status under the laws of the State of Oregon.
- Section 3** The Club shall engage in lawful activity, none of which is for profit. The Club will apply to the Internal Revenue Service for recognition as a tax-exempt charitable organization under §501(c)(3) of the Internal Revenue Code. After receiving that designation, the Board and Officers of the corporation will take all steps necessary to maintain its exempt status under the Internal Revenue Code of the United States.
- Section 4** The Club serves the general area of Oregon City School District, Oregon City and surrounding areas, but membership is not limited to within those boundaries.

### **Bylaw 102**

#### **Purpose**

- Section 1** The Club shall develop, promote, and administer a youth soccer program for players, teams, coaches, referees, parents, and administrators consistent with the bylaws, policies, and procedures of Oregon Youth Soccer Association (OYSA).

### **Bylaw 103**

#### **Memberships in Other Organizations**

- Section 1** The Club shall be a member of, and comply with the Bylaws and Policies of, Oregon Youth Soccer Association (OYSA). The Club shall also be an affiliate of United States Youth Soccer (USYS), and the United States Soccer Federation (USSF).
- Section 2** The Club shall maintain its bylaws and policies in compliance with the bylaws and policies of OYSA, USYS, and the USSF. In the event of any conflict between the bylaws and policies of the Club and the bylaws and policies of the organizations of which it is a member, the provisions of the organizations of which the Club is a member shall take priority.
- A. To the extent permissible under applicable law, the USSF articles of incorporation, bylaws, its binding rules, and policies, including interplay, take precedence over and supersede the governing documents and decisions of the Club, and the Club shall abide by the USSF articles of incorporation, its bylaws, and its approved binding rules and policies.
  - B. To the extent permitted by governing law, the Club will respect and enforce the statutes, regulations, directives, and decisions of FIFA and CONCACAF.

**Bylaw 104**            **Authority**

**Section 1**        The governing authority of this Club shall be vested in an elected body known as the Board of Directors (Board), which shall govern all Club affairs.

**Bylaw 105**            **Laws of the Game**

**Section 1**        FIFA Laws of the Game as modified for youth and small sided games shall apply and be administered by the club and league rules.

**Bylaw 106**            **Fiscal and Seasonal Soccer Year**

**Section 1**        The Club's financial year shall be from June 1 – May 31.

**Section 2**        The seasonal soccer year begins on September 1 and ends on August 31 of the following year.

**Bylaw 107**            **Rules of Order**

**Section 1**        The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall guide the Club in all cases to which they are applicable and in which they are consistent with the Bylaws and any special rules of order the Club may adopt.

**Bylaw 108**            **Dissolution of Club**

**Section 1**        Should the Club be dissolved, all monetary and physical assets remaining after payment of all debts shall be turned over to a qualified 501(c)(3) organization, or to another IRS tax-exempt charitable organization for programs promoting youth sports in Oregon City as agreed on by the Board.

**Section 2**        Should the club merge with another; all assets shall be transferred to the surviving entity by the end of the fiscal year.

## **Part II – Membership**

**Bylaw 201**            **Equal Opportunity**

**Section 1**        The Club will comply with all applicable state and federal laws governing non-discrimination and will be open to participation by any individual. The Club does not discriminate on the basis of actual or perceived race, color, creed, religion, national origin, ancestry, citizenship status, age, sex, or gender (including pregnancy, childbirth, and pregnancy-related conditions), gender identity or expression (including transgender status), sexual orientation, marital status, military service and veteran status, physical or mental disability, genetic information or any other characteristic protected by applicable federal, state or local laws and ordinances.

**Section 2**        The Club does not tolerate any form of physical, mental, verbal or sexual abuse.

**Bylaw 202**            **Participation**

**Section 1**        Participation is open to any youth soccer players ages 4-19, and to coaches, trainers,

managers, administrators, and volunteers who are not serving a suspension from participation by OYSA or any organization of which it is a member, any of its member clubs, or by any amateur soccer organization in its territory.

**Section 2**     **Youth Participants** - Are registered players aged 4-19. They shall apply to the Registrar in the format prescribed by the Club. An annual fee established by, and payable to, the Club shall accompany all applications, except for players on scholarships. Acceptance by the Club shall constitute approval of the application provided space is available on a team for the player.

**Section 3**     **Adult Participants** - Are registered adults who are officers, directors, employees, coaches, trainers, managers, and other elected or appointed administrators who work on behalf of the Club. Acceptance of Adult Participants by the Club shall be subject to approval of the application and verification by OYSA that the person's risk status is "Approved". The Club may not accept an individual who is restricted or suspended from participation by any sports organization.

**Section 4**     Both Youth Participants and Adult Participants shall be subject to OYSA's bylaws and policies as well as the Club's bylaws and policies.

**Section 5**     All Adult Participants must submit to annual background checks and any compliance in accordance with OYSA policies.

## **Bylaw 203            Membership**

**Section 1**     The members of the club are the persons who are permitted to vote in elections for club officers and other members of the Board of Directors. All members have the rights enumerated in ORS 65.144, as amended by SB 360, 2019, as adopted.

**Section 2**     **Adult Members**  
Are the registered Adult Participants of the Club.

**Section 3**     **Parent Members**  
Are the parents or legal guardians of the Youth Participants.

**Section 4**     **Voting by Members** - At the Annual General Membership (AGM) Meeting and any Special General Membership Meetings, all Adult Members and Parent Members shall be eligible to vote on matters that are brought before the meeting, subject to the following limitations:

- A. The President shall chair the meeting and may not vote on any issue before the meeting other than election of officers and directors.
- B. Parent Members are limited to not more than 2 voting persons per family.
- C. Each voting person is limited to one vote; regardless of the number of offices that person may hold.

## **Part III – Organization and Board**

### **Bylaw 301            Board of Directors/Officers of the Board**

**Section 1**     The Board of Directors/Officers of the Board (Board) shall be the representative

governing authority of the Club. The Board will conduct the business of the Club and shall be composed of the elected officers, and other elected directors. The number of directors may be modified from time to time, but the number shall never be fewer than five (5).

- Section 2** The Board shall be comprised up to six (6) officers specified in Bylaw 302. All elected officers and elected directors are eligible to vote on any matter before the Board.
- Section 3** Appointed coordinators and other *ex officio* members of the Board may attend meetings, participate in discussions, and provide advice to the Board but shall not have voting privileges at Board meetings.
- Section 4** Directors of the club shall not receive compensation for their Board services but may be reimbursed for expenses, with backup documentation, related to Board service.
- Section 5** An individual is not eligible to serve as a member of the Board of Directors if the person has or is:
- A. A felony conviction of any kind.
  - B. Any conviction (misdemeanor or otherwise) for sexual abuse or sexual assault of any kind or for a hate crime; or
  - C. Served a period of ineligibility for a SafeSport Code violation as defined by the U.S. Center for SafeSport.
  - D. Is the subject of a pending criminal investigation or indictment of any criminal offense,
  - E. Is the subject of a pending internal investigation under Section 2 of this Bylaw 307 for any violation of the Club's Code of Conduct(s) or Bylaws up to and until the investigation is complete. If, in the opinion of the Board, the individual has been found to violate any Club, OYSA or US Soccer Code of Conduct they will remain not eligible to serve as a member.
  - F. Engages in any conduct that is detrimental to or that brings discredit to the Club or its reputation or is unable to perform the duties in the reasonable opinion of the Board.

## **Bylaw 302 Club Officers and Duties**

- Section 1** Officers  
The club should have the following elected officers:
- A. President
  - B. Vice-President
  - C. Secretary
  - D. Treasurer
  - E. Recreational Manager
  - F. Little Pioneers Manager
- Section 2** No one person may simultaneously hold the offices of president, vice president, secretary, treasurer, recreational manager, little pioneers' manager.
- Section 3** **President**  
The President shall supervise all activities of the Club and Board. The President chairs



the Board of Directors and shall be the presiding Officer at all Club meetings.

- A. Appoint committees as needed or when charged to do so by a majority of the elected officers and shall be an *ex officio* member of all committees.
- B. The President shall be the official representative of the Club in all interactions with the public, except when another person has been given that authority by the President with the approval of the Board.
- C. Act as the Risk Management Coordinator for the Club.
- D. The President or his/her designated alternate shall act as the Club's voting representative at the Oregon Youth Soccer Association's Annual General Meeting.
- E. This position shall expire on an EVEN numbered year

#### **Section 4 Vice President**

The Vice President shall assume the duties of the President in the President's absence and otherwise assist the President as required by the President.

- A. Serve as the Club Parliamentarian.
- B. Represent the Club at SOCCER-5 meetings and fulfill Club obligations to SOCCER-5.
- C. Report all SOCCER-5 information to the Board and act as liaison between the Club and SOCCER-5.
- D. This position shall expire on an ODD numbered year

#### **Section 5 Secretary**

The Secretary shall keep and publish an accurate record of all meetings, maintain the files of the Club and be responsible for the preparation of the annual report.

- A. Notify all Board Members of all matters pertaining to meetings and schedule meeting locations.
- B. Handle all general mailings required by the Club.
- C. Retain all meeting minutes of the Club and bring to the general meetings at least the last year's minutes.
- D. This position shall expire on an EVEN numbered year

#### **Section 6 Treasurer**

The Treasurer shall be in charge of reporting the financial affairs and activities of the Club, OCSC Bookkeeper shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by the Club, all assets owned or controlled by the Club and all debts owed by the Club.

- A. Maintain checking account(s) with signature authority vested in no fewer than three (3) Club officers with dual signatures required for all checks.
- B. Disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the AGM, and shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed.
- C. Review all documents required to allow the Club to maintain its tax-exempt status under the Internal Revenue Code and the laws of the State of Oregon.
- D. Ensure dual signatures are received as required on all club checks.
- E. Responsible for working with an accountant, auditor, and review committee to maintain all club accounts.
- F. This position shall expire on an ODD numbered year

#### **Section 7 Recreational Manager**

The Recreational Manager in coordination with the registrar shall be responsible for

recreational soccer play at U9-U14, (3<sup>rd</sup> grade thru 8<sup>th</sup> grade) HS Coed and shall:

- A. Develop and carry out the Club's Recreational Soccer Program in compliance with the rules and team formation policies for recreational teams.
- B. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to recreational team coaches.
- C. Coordinate the recruitment and selection of coaches with the Registrar and President.
- D. Coordinate with the Registrar.
- E. Communicate with parents/community with regards to sign up, scheduling, games, fields, etc.
- F. Will assist the Registrar as needed to schedule in house games and mentor coaches for practices plans, etc.
- G. Report to the Board on all matters relating to recreational soccer.
- H. This position shall expire on an EVEN numbered year.

### **Section 8 Little Pioneers Manager**

The Little Pioneers Manager in coordination with the registrar shall be responsible for recreational soccer play at U5-U8 (PK-2<sup>nd</sup> grade) and shall:

- A. Develop and carry out the Club's Little Pioneer Soccer Program in compliance with the rules and team formation policies for recreational teams.
- B. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to recreational team coaches.
- C. Coordinate the recruitment and selection of coaches with the Registrar and President.
- D. Coordinate with the Registrar.
- E. Communicate with parents/community with regards to sign up, scheduling, games, fields, etc.
- F. Will assist Registrar as needed to schedule in house games and mentor coaches for practices, plans, etc.
- G. Report to the Board on all matters relating to recreational soccer.
- H. This position shall expire on an ODD numbered year.

## **Bylaw 303 The Executive Committee**

**Section 1** Shall consist of the elected officers of the club. The Executive Committee may conduct business on behalf of the Board between meetings of the full Board. Such actions shall be subject to ratification by the full Board at the next regular business meeting. No individual may hold more than one position on the Executive Committee. Members of the same family shall not simultaneously hold positions on the Executive Board. Members should live near enough to each other to be able to have frequent meetings, besides special meetings in emergencies.

### **Section 2 The Executive Committee shall:**

- A. Consider such matters of management or operational interest to the Club or Board as are brought before it.
- B. Appoint the members of any required hearing committee(s) for protests or complaints regarding conduct of coaches, spectators, parents, and/or player.
- C. Report all the Committee's actions to the full Board for ratification at the Board's next regular meeting.

**Section 3** A quorum of the Executive Committee shall consist of 5/8 Board members.

## **Bylaw 304 *Ex-Officio* Members of the Board**

### **Section 1 Ex-officio Members of the Board**

These are members of the board who have been appointed or for which they were hired. Appointed board members are non-voting.

### **Section 2 Head Coach**

The Board may appoint a Head Coach to manage the Club's coaches. If appointed, the Head Coach shall attend regular meetings of the Board and shall advise the Board on all issues relating to player and coach development. The head coach shall not be a voting member of the Board. The Head Coach shall be responsible for establishing a program of player and coach development and will be responsible for the following functions:

- A. Develop and carry out a Coach Development Program including scheduling and/or providing coaching clinics, conducting meetings for the coaches, setting policy and providing training related to acceptable behavior and other activities as appropriate to facilitate the training of the coaches and the players.
- B. Communicate to coaches' information on programs, Club policies and general information relating to Club activities and team organization.
- C. Coordinate the recruitment and selection of coaches, subject to approval by the Board.
- D. Coordinate with the Registrar the assignment of coaches to teams.
- E. Report to the Board on all matters relating to coaching.

### **Section 3 Registrar**

The Registrar shall be responsible for registering all accepted applicants within the Club and registering those individuals to Oregon Youth Soccer. The Board may appoint assistant registrars to help in the performing the Registrar's duties.

- A. Coordinate registration dates with OYSA and coaches
- B. Promote club at least a month prior to registration being open, include costs, season dates, registration deadline, etc.
- C. Email existing families, promotions to schools, and work with communications coordinator to post to social media.
- D. Send out monthly reminders about registration to same groups.
- E. Answer all registration questions within 48hrs.
- F. As registration closes, prepare appropriate rosters to ensure team stability, continue to recruit for coaches.
- G. Work with Recreational Coordinator to create and compile coaches' packets for coaches meeting.
- H. Discuss budget with board for allowed scholarship dollars.
- I. Send scholarship applications to families as requested. Qualifications for a scholarship follow the same guidelines as the Oregon City School Districts lunch program.
- J. Manually create Little Pio's game schedule, email notification to all Little Pio's coaches.
- K. Take Blue Sombrero and transfer to Infinity with OYSA.
- L. Make sure all coaches, assistant coaches or team managers have background checks, SafeSport and concussion training completed before any practices begin.

- M. Makes sure all coaches assistant coaches, team managers have a valid coaches card prior to the 2<sup>nd</sup> game of the season.
- N. Provide player information to coaches when requested.
- O. Ensure all relevant documentation issued by club/league/state is circulated to players and club officials.
- P. Keep board always informed of status of registrations.
- Q. Review billings related to registration before submitting to Treasurer or President.
- R. All fees shall be given to the Treasurer for deposit.

**Section 4 Referee Manager**

The Referee Manager shall report to the Board on all matters and activities concerning referees, arrange trainings and establish acceptable qualifications for game officials hired by the Club.

- A. Arrange training to develop referees for the club.
- B. Shall be responsible for scheduling referees for Club games and maintaining records for payroll as needed.
- C. Will complete the Assignor Training Course and be certified by USSF.
- D. Create/Maintain referee database with referees, complaints, licenses, experience, etc. Complete bi-annual market survey.
- E. Encourage coaches to use survey and communicate about referees.
- F. Maintain contact with Ref Town contact and representative with Soccer-5.
- G. Hold annual trainings for referees through the Oregon Referee Council.

**Section 5 Equipment Manager**

The Equipment Manager shall be responsible for the purchase, distribution, and management of uniforms and equipment (balls, nets, club equipment, etc.) for the Club.

- A. The Equipment Manager will be responsible for purchasing all needed equipment and coordinate return of same to the Club at the end of the season.
- B. The Equipment Manager shall conduct inventories and maintain appropriate records regarding distribution and storage of all uniforms, and equipment belonging to the Club.

**Section 6 Field Manager**

The Field Manager shall be responsible for reserving fields, field, and goal safety for Spring and Fall season.

- A. The field manager will work with registrar on practice and game fields availability
- B. The field manager will maintain fields, goals and equipment as needed
- C. The field manager shall assure restrooms or portable toilets are available before each season

**Bylaw 305 Appointed Coordinators**

**Section 1** The Board may appoint coordinators to manage the programs that the Club provides. Appointed Coordinators shall serve for the seasonal year in which they are appointed, unless another term is set by the Board upon appointment. Appointed coordinators serve at the pleasure of the Board and may be removed by a majority vote of the Board at any

Board meeting. Appointed Coordinators shall attend regular Board meetings, shall advise the Board on all matters pertaining to the programs under their jurisdiction, and may participate in Board discussions. Appointed Coordinators shall not, however, be entitled to vote on issues before the Board and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting.

**Section 2** The Board will establish in policy any coordinator positions and their duties.

## **Bylaw 306 Election of Officers and Directors**

**Section 1** All members of the Board shall be elected at the AGM.

**Section 2** The term of office shall be two years, beginning immediately after the AGM has been adjourned.

A. The President and Treasurer shall be elected in even numbered years.

B. The Vice-President and Secretary shall be elected in odd numbered years.

**Section 3** No person may serve more than 2 consecutive terms in a single office, unless position is vacant, and no other candidate is on the table.

**Section 4** A majority of the votes cast in a specific contest shall be required to elect a person to the Board.

A. If there are more than two candidates for a seat on the Board and no candidate receives a majority of the votes cast, the candidate with the fewest votes shall be eliminated and another round of ballots shall be cast.

B. Voting shall continue until a candidate receives a majority of the votes cast.

## **Bylaw 307 Removal of Officers or Directors**

**Section 1** A Board member may be suspended or removed from office for failure to meet responsibilities or for otherwise acting in a manner detrimental to the interests of the Club.

A. Appointed Coordinators may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting.

B. Ex officio members of the Board may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting unless an applicable employment agreement provides for a different method of terminating the employment relationship.

C. Elected members of the Board may be removed from office under this section following a disciplinary hearing held in accordance with the procedures of the applicable OYSA procedural manual and Section 2 of this Bylaw 307.

**Section 2** If the Board receives a complaint regarding the conduct of an elected Officer or other Board member or otherwise becomes aware of allegations of misconduct regarding a Board member.

A. The President or Vice President shall appoint an impartial committee of factfinders to review allegations within 15 days.

B. The Board shall suspend the elected Officer or Board member following the complaint and during the procedures of the applicable OYSA

- procedural manual and this section.
- C. The committee shall conduct a hearing in accordance with the procedures outlined in the applicable OYSA procedural manual.
  - D. The committee will present a report on the findings of the hearing to the Board within 30 days following appointment.
  - E. If the committee's report recommends removal from office, the Board shall vote whether to call a special membership meeting to consider removal of the elected director.
  - F. If the Board votes to call for a special meeting of the members, the Board shall set the time and place for the meeting and shall direct the Secretary to send notice of the meeting to all eligible members of the club.
    - a. The notice shall be sent at least 7 days prior to the date of the scheduled meeting.
    - b. The notice shall state the date, time, and place of the meeting and shall also state that the purpose of the meeting is to consider the removal of the named officer or director from the Board.
  - G. The vote of a majority of the eligible voting members present at the special membership meeting shall be sufficient to remove a person from office.

**Section 3** If an elected office is made vacant by the removal of a person from the Board in accordance with either Section 1 or Section 2, above, the vacant office shall be filled as described in Bylaw 308.

**Section 4** Any Board member who is barred from participation in OYSA or its member clubs as a result of a risk management decision of the OYSA Risk Management Coordinator shall not participate in any activity on the Board during the period of ineligibility. If the banned individual does not resign, the Board shall either remove the non-elected Board member or shall call for a special meeting of the members to remove the person from office in accordance with Section 2 E and F, above.

## **Bylaw 308 Filling Vacant Offices**

**Section 1** If a Board position becomes vacant more than 60 days prior to the next scheduled election for that position, the Board shall by majority vote appoint someone to fill that position until the next scheduled election. If the remainder of the term exceeds 400 days, the term will be considered a full term for the purpose of the term limits of Bylaw 306, Section 2.

**Section 2** When a Board position has become vacant between scheduled elections for that position, the members at the next Annual General Meeting after the vacancy occurs shall elect a person to the position to serve until the next election scheduled for that position in accordance with Bylaw 306, Section 2.

## **Bylaw 309 Committees**

**Section 1** The Board may create committees for the purposes established by the Board. The duration of such *ad hoc* committees shall be established by the Board. The Board may adopt policies that specify details of committee formation, staffing, and reporting to the Board.

**Section 2** The President shall be an *ex-officio* member of all committees established by the Board,

although the Board may appoint another person to chair the committee.

## **Part IV – Meetings**

### **Bylaw 401 Board of Directors Meetings**

- Section 1** Regular Board Meetings shall be held monthly at the time and place designated by the Board. The Board shall publicize to the membership the time and location of regular Board meetings.
- Section 2** Executive Committee or Special Board Meetings shall be held at a time and place specified by the President, or by a majority vote of the Board or Executive Committee. Special meetings may be called upon with 2 days' notice to board members.
- Section 3** The President shall set the order of business for all Board Meetings.
- Section 4** A quorum for conducting business at any Board meeting shall consist of majority of the voting members of the Board, but in no case shall a quorum be fewer than 3 board members. The affirmative vote of a majority of all eligible voting members of the Board shall be required to adopt or amend Club policies.
- Section 5** Any action required by law to be taken at a meeting of the Board, or any action which may be taken at a board meeting, may be taken without a meeting if an unanimous consent in writing, setting forth the action to be take or so taken, is signed by all of the Directors.

### **Bylaw 402 General Membership Meeting**

- Section 1** The Annual General Membership Meeting (AGM) shall normally be held in January. At this meeting election of officers will occur. Voting shall be by the eligible voters as specified in Bylaw 203, Section 4.
- Section 2** Special Membership Meetings may be scheduled or called by a majority vote of the Board.
- Section 3** The Board must provide not less than 7 days' notice to eligible voting members prior to any membership meeting.
- Section 4** The Board shall set the order of business for General Membership Meetings. Bylaw revisions shall be submitted to the eligible voting members as provided in Bylaw 801, Section 2.
- Section 5** A quorum for action at a membership meeting shall consist of the eligible voting members present at the meeting. A majority vote of those eligible members present at any membership meeting shall be required for approval of any issue brought to a vote at such meeting.

## **Part V – Administration**

### **Bylaw 501 Administration**

**Section 1** The Board may adopt policies to govern the operations of the Club at any Board meeting. A majority of vote of all eligible voting members of the Board is required to adopt, repeal, or amend a policy.

**Section 2** Once adopted, a policy will govern the operations of the Club until amended or repealed.

**Section 3** The Board shall make appropriate provisions to inform its members of Club policies.

## **Bylaw 502 Financial Policies**

**Section 1** The Board shall adopt financial control policies that provide details for the handling of the club's financial affairs. Such policies shall be reviewed annually and modified as required by auditors contracted by the club.

**Section 2** The Board shall establish a budget for each year prior to the beginning of the new fiscal year.

**Section 3** The Board shall cause an annual review of financial statements by an independent source.

**Section 4** The Board shall cause tax reports to be prepared and submitted to the IRS in accordance with IRS rules for non-profit and tax-exempt organizations.

## **Part VI – Grievance, Protest, and Appeals**

### **Bylaw 601 Complaints**

**Section 1** The Club and its Board of Directors shall follow procedures for handling complaints in accordance with the principles of due process.

**Section 2** Submission of a complaint shall be in writing and shall indicate the specific charges or alleged violation, and resolution desired.

**Section 3** All club procedures shall comply with Oregon Youth Soccer policies and procedural manuals.

**Section 4** The Board shall adopt policies that specify any additional procedures not provided in applicable OYSA manuals, including any fees that will apply to initiating claims with the Club.

### **Bylaw 602 Hearing Procedures**

**Section 1** Hearings will be conducted in accordance with the rules of the applicable OYSA procedural manual.

**Section 2** The Board will adopt policies as needed to supplement applicable OYSA manuals.

**Section 3** Grievances will be heard by the Board as scheduled by the Executive Committee. Procedures for conducting the hearing will be set by the Board based upon the nature of the issues presented in the Grievance.



## **Bylaw 603            Hearing Procedures - Sponsored Competition**

- Section 1**        The Board shall approve Rules of Competition for any tournaments or leagues sponsored by the Club.
- Section 2**        Copies of the Rules will be distributed to participating teams when they register for the event.
- Section 3**        Any protests or complaints arising from the sponsored event will be heard by the event director (or designee) in accordance with the Rules. The Rules will provide for a final decision on any complaint or protest before the next scheduled match of the affected parties.
- Section 4**        The decision of the event director shall be final and shall be verified in writing and retained in the club records.
- Section 5**        Complaints of referee abuse or assault will be promptly forwarded to Oregon Youth Soccer Association.
- Section 6**        The event director shall submit a complaint to the Club regarding the conduct of any Club member participating in the event if the event director believes that the conduct that is the basis of the complaint merits disciplinary action greater than a ban from participation in the current event session. Referrals from the event director will be handled as a misconduct complaint in the manner specified in the applicable OYSA manual.

## **Bylaw 604            Appeals Process**

- Section 1**        Appeals of the results from any hearing conducted by the Club must be submitted to Oregon Youth Soccer Association as required by the applicable OYSA procedural manual. There shall be no appeals of Club hearing decisions heard by the Club.
- Section 2**        The decisions or sanctions imposed shall remain in effect until the time limit of the sanction has expired, or the decision is overturned by an appeal.

## **Bylaw 605            Exhaustion of Remedies**

- Section 1**        No member or participant of the Club, be it an official, league, team, player, coach, administrator, or referee may invoke the aid of the courts in the United States, or of a state, without first exhausting all available remedies within the Club and organizations of which the Club is a member.
- Section 2**        For violation of this bylaw, the offending party shall be subject to suspension and fines, and shall be liable to the Club for all expenses incurred by the Club and its officers and members of the Board of Directors in defending each court action, including the following:
- A. Court costs
  - B. Attorney's fees
  - C. Reasonable compensation for time spent by Club officials and employees in responding to and defending against allegations in the action, including

- responses to discovery and court appearances
- D. Travel expenses
- E. Expenses for holding special Club meetings necessitated by court action

## **Part VII - Risk Management**

### **Bylaw 701      Risk Management Policy**

- Section 1**      The Club will comply with the provisions of the OYSA Risk Management Policy and the OYSA Risk Management Manual.
- Section 2**      The President and Vice President shall be the Club's Risk Management Coordinators.
- Section 3**      The President shall have authority to enter into a Conditional Approval Agreement with the OYSA Risk Management Coordinator only upon approval of the Executive Board.
- Section 4**      The President will consult with the OYSA Risk Management Coordinator regarding any concerns about the criminal history of any person who is, or has applied to become, a registered Adult Participant in the Club.
- Section 5**      The President shall promptly notify the OYSA Risk Management Coordinator upon learning that any Adult Participant in the club has been formally charged with, or has been convicted of, a crime.
- Section 6**      The Board will adopt policies that comply with the USSF Safe Sport Framework, USSF Policy 212-3, and OYSA Policies 801-4 through 801-8.
- Section 7**      The Board may adopt a risk management policy that provides guidance to the club regarding the suitability of accepting a person to be a club Administrator. Any such policy shall not allow acceptance of a person who is disqualified by OYSA but it may provide for the disqualification of a person who has been approved by OYSA.
- Section 8**      The Board recognizes that the SafeSport Code published by the U.S. Center for SafeSport on April 15, 2019, and as it may be amended in the future, is binding on the Club. The Club will comply with all applicable provisions of the SafeSport Code.
- Section 9**      The Club will recognize, and enforce, the disciplinary actions of SafeSport, USSF and other organizational members of the Federation that have been included in a Disciplinary Action Report.

## **Part VIII – Amendments**

### **Bylaw 801      Bylaw Changes and Amendments**

- Section 1**      Changes or amendments to these bylaws may be adopted at any General Membership Meeting upon two-thirds (2/3) majority vote of the accredited voting members present. Each eligible person may only cast one vote, regardless of the number of offices held.
- Section 2**      A proposed change or amendment must be submitted in writing to the President or Secretary of the Club not later than thirty (30) days before the General Membership Meeting. Such changes shall be transmitted to Board Members and eligible voting members of the Club not

later than fifteen (15) days prior to said meeting.

## **Bylaw 802            Provisional Bylaw Changes**

**Section 1**        The Board, by a two-thirds (2/3) majority vote, may create temporary bylaw changes for governing specific cases or occasions not provided for in the Bylaws, but which may be necessary for the Club to meet required objectives. Provisional changes so adopted will be submitted to the membership in accordance with Bylaw 801 as a proposed Bylaw amendment at the next General Membership Meeting.

## **Bylaw 803            Severability and Precedence**

**Section 1**        Any section of these bylaws considered to be in violation of applicable laws shall not affect the remaining sections that are in compliance with those laws.

**Section 2**        The bylaws and policies of the organizations of which the Club is a member shall take precedence over these bylaws. The Board shall submit an amendment to these Club bylaws at the Club's next General Membership Meeting to eliminate the cause of any conflict.