



## **BY-LAWS OF THE CARDINAL SOCCER CLUB**

### **PURPOSE**

The Cardinal Soccer Club (aka Mentor Heisley Soccer Club) is a non-profit organization created to teach the game of soccer and develop the concept of good sportsmanship and fair play. The Club is organized exclusively for charitable and education purposes under Section 501-(c) (3) of the Internal Revenue Code of 1954.

No part of the net earnings of the Club shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Notwithstanding any other provisions of these articles, the corporation shall not carry any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954.

### **DISSOLUTION OF CLUB**

Upon the dissolution of the Cardinal Soccer Club, the Board of Trustees shall, after paying or making provisions for the payment of all liabilities of the Club, dispose of all assets of the Club in such a manner, or to such Organization or education purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code), as the Executive Board shall determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the Club is then located, exclusively for such purpose or to such organization as said court shall determine, which are organized and operated for such purposes.

## **ARTICLE I: JURISDICTION**

### **SECTION 1: BOUNDARIES**

A. The Cardinal Soccer Club, Inc. (CSC) shall be open to participants who reside within the city limits of Mentor or within the Mentor School District or whose child or children attend public or parochial schools in Mentor, and may be extended to other residents of Lake and Geauga County.

## **ARTICLE II: GENERAL**

### **SECTION 1: MEMBERSHIP**

A. The registered members of the Cardinal Soccer Club, Inc. shall be all parents/ legal guardians of registered players, who shall pay the registration fee for the Cardinal Soccer Club, Inc. The parent/legal guardian of any youth enrolled as a participant in the Club shall automatically become a registered member of the Club upon payment of the registration fee for such participant. Confirmed volunteers of the Club shall also become voting members of the Club. Such volunteers include, but are not limited to, referees, coaches, and committee members.

### **SECTION 2: VOTING MEMBERS**

A. Voting members are all members of the Cardinal Soccer Club, Inc. who have reached their 18th year of age, and have acknowledged the Constitution and By-Laws of the Cardinal Soccer Club.

B. Any person serving in the capacity of a person officially appointed to a position by the Board or duly authorized Officer, who does not have a child in the program, shall automatically become a registered member of CSC. These appointees will be subject to the Risk Management program and any other background check program required by the State of Ohio.

## **ARTICLE III: BOARD OF TRUSTEES**

### **SECTION 1: DUTIES OF THE BOARD OF TRUSTEES**

- A. Conduct the business of Cardinal Soccer Club. (hereafter referred to as CSC).
- B. Approve the program budgets.
- C. Will make the decisions to improve, remove, and/or add to the league programs and procedures.
- D. Appoint, as needed, all coaches, managers, volunteers, and others they deem needed to conduct Club business and insure that all are covered by any background check required by the State of Ohio.
- E. Appoint, remove, and sanction all Officers as needed.
- F. Will coordinate, through designated persons, the various programs offered by CSC.
- G. Will appoint committees and chairs as needed.
- H. Will insure all funds are spent in approved ways.
- I. Will abide by, and cause all members to abide by the rules of CSC, any Affiliated Governing Bodies, and the United States Soccer Federation (USSF).
- J. Will ensure that all games and practices are conducted in a positive environment, including proper fields, trained coaches, referees, and good sportsmanship.
- K. Will provide proper disciplinary action, as defined by CSC rules, any Affiliated Governing Bodies, and USSF.

- L. Encourage members to volunteer for appointed positions and/or Trustees of the Board within the organization.
- M. Will make reasonable attempt to fill all vacancies on the Board within 30 days.
- N. Trustees are expected to attend regular meetings.

## **ARTICLE IV: OFFICERS**

### **SECTION 1: PRESIDENT**

- A. Shall act as Chief Executive Officer of Club and have all duties and authority generally held by a CEO of a corporation.
- B. Shall preside over all board meetings and annual Trustee elections.
- C. Appoint committees as needed to conduct Club business.
- D. Shall conduct the daily business of the Club. This includes, but is not limited to, all powers of other Officers of the Club.
- E. Shall represent CSC at the official and unofficial activities of any Affiliated Governing Body. President may designate a representative as needed.
- F. Shall register as the Business Agent of the Club with the Ohio Secretary of State office as required by the Articles of Incorporation.
- G. Must keep Articles of Incorporation and Non-Profit status up to date.
- H. Shall distribute an agenda for any regular meeting prior to that meeting.
- I. Shall have the authority to manage and sanction, when necessary in his/her opinion, all other officers. Any such sanctions must be brought to the Board's attention immediately.

### **SECTION 2: VICE PRESIDENT - REC**

- A. Shall act as an assistant to the President.
- B. Shall, in the absence of the President, preside over meetings of the Club.
- C. Shall submit the Rec Budget to the Board of Trustees for approval for each upcoming year as required.
- D. Shall be the compliance person for any and all Affiliated Governing Bodies' Risk Management program and/or any program for background checks as required by the State of Ohio.
- E. Will make sure that all insurance forms and payments are made.
- F. Shall be responsible for coordinating Rec fund raising efforts.
- G. Will recommend to the President and Executive Committee which leagues the Recreation program will participate.
- H. Will be responsible for the attendance for all such league meetings.
- I. Will report the results of those meetings at the next board meeting.
- J. Will be responsible for CSC and their participating teams' compliance with the various leagues' rules and regulations in which the Recreation Program participates.
- K. May appoint those individuals necessary to assist in meeting his/her duties.
- L. Will ensure that coaches are assigned for all teams and commissioners for all divisions.
- M. Will assure timely and accurate registration with its participating leagues.
- N. Shall assist the Referee Coordinator with scheduling and field assignments.
- O. Shall coordinate recreation uniform ordering.
- P. Shall compile/reproduce the team rosters of the recreation program.
- Q. Shall set all schedules and field assignments for Rec for all participating leagues.

### SECTION 3: VICE-PRESIDENT – TRAVEL

- A. Shall be the liaison with the Board of Trustees on travel league business.
- B. Shall coordinate the use of the fields and referees with Referee Coordinator.
- C. Shall present coach/trainer selections to the Board for approval prior to start of each season.
- D. Shall make day to day decisions for the competitive teams based on the plan and budget approved by the Board of Trustees.
- E. Shall manage the direction of the Program and maintain the competitiveness of the program.
- F. Shall submit the travel budget to the Board of Trustees for approval for each upcoming year as required.
- G. Shall be the compliance person for any and all Affiliated Governing Bodies' Risk Management program and/or any program for background checks as required by the State of Ohio.
- H. Shall be responsible for coordinating travel program fund raising efforts.
- I. Will recommend to the President and Executive Committee which leagues the Travel program will participate.
- J. Will be responsible for the attendance for all such league meetings.
- K. Will report the results of those meetings at the next board meeting.
- L. Will be responsible for CSC and their participating teams' compliance with the various leagues' rules and regulations in which the travel program participates.
- M. May appoint those individuals necessary to assist in meeting his/her duties.
- N. Will ensure that approved coaches are assigned for all teams.
- O. Will assure timely and accurate registration with its participating leagues.
- P. Shall coordinate travel uniform ordering.
- Q. Shall compile/reproduce the team rosters of the travel program.
- R. Shall set all schedules and field assignments for travel program for all participating leagues.

### SECTION 4: SECRETARY

- A. Shall record and preserve the minutes of all meetings of CSC for a minimum of seven (7) years, and any other Club documents indefinitely until they are no longer relevant.
- B. Shall be responsible for the preparation of all formal correspondence of the Cardinal Soccer Club, Inc.
- C. Shall publish the minutes no later than 7 days following each board meeting.
- D. Responsible for insuring that Board Members of Officers perform their duties in an acceptable and timely manner. Secretary shall notify necessary parties of any improper acts or behavior by other Officers, or Trustees, up to and including law enforcement and governmental agencies.
- E. Responsible for administering CSC Conflict of Interest for all Trustees and Officers.
- F. Responsible for the distribution of information to the members of CSC via newsletter, mailings, website, local newspapers, and/or other viable methods of communication. Secretary may delegate these tasks as he/she sees fit.
- G. Shall assist Board of Trustees and Officers in announcing events related to CSC programs.
- H. Responsible for US mail administration and distribution.

## SECTION 5: TREASURER

- A. Shall receive and disburse all of the funds for Cardinal Soccer Club.
- B. Shall compile the proposed budget(s) to be submitted and approved by the Board of Trustees. May appoint any individuals necessary to assist in meeting this duty.
- C. Shall maintain and keep a permanent record of all receipts and disbursements.
- D. Shall safeguard all financial instruments and records of the Club.
- E. Shall submit an updated P&L and balance sheet at each board meeting.
- F. Shall at the conclusion of the elected term, render a full accounting to the Board of Trustees.
- G. Should be bonded at Club's expense.
- H. Will submit to a background check should the Board of Trustees require, at Club's expense.
- I. Shall submit financials to an outside accounting firm as needed for their review.

## **ARTICLE IV: MEETINGS**

### SECTION 1: REGULAR MEETINGS

- A. The Board shall meet on a monthly basis when possible.
- B. All meetings will be conducted in a professional and business-like manner.
- C. Any attendee who is disruptive will be asked to leave. President, at his/her discretion, may recess meeting until any such disruptive attendee leaves.

### SECTION 2: SPECIAL MEETINGS

- A. A Special Meeting may be called by the President or four members of the Board by notifying all Board Members at least 48 hours prior the meeting.
- B. Special membership meetings may be called with at least 30 days prior notice by a 3/4 majority of the board of Trustees.
  - a. Notification shall be sent to membership at least 14 days prior to meeting date.
  - b. Amendments may be brought forward for vote as detailed above.
- C. Emergency Meetings may be called by the President or five members of the Board. This may pertain to any safety issue, regarding to a lawsuit, or time dependent event.

### SECTION 3: EXECUTIVE COMMITTEE MEETINGS

- A. Executive committee shall consist of President, VP-Rec, VP-Travel, Secretary, and Treasurer.
- B. Meetings can be called by President as needed.
- C. All officers listed above must be notified of meeting time and place.