



OFFICIAL BYLAWS OF THE TUMWATER SOCCER CLUB

(Amended and adopted November 15, 2005; amended November 2013; amended November 2014; amended March 2017)

Article 1: Name

This organization shall be known as the Tumwater Soccer Club herein after referred to as TSC. TSC is a non-profit organization established and existing under the laws of the State of Washington and shall not conduct any activities not permitted by an organization exempt from Federal income tax under Section 501(c)3 of the Internal Revenue Code.

Article 2: Affiliation

The Tumwater Soccer Club is a member of the Washington State Youth Soccer Association (hereafter referred to as Washington Youth Soccer), which in turn is a member of the United States Soccer Federation (USSF) and its affiliated entity, the United States Youth Soccer Association (hereafter referred to as US Youth Soccer). To the extent allowed under applicable Washington law, the articles of incorporation, bylaws, policies, and requirements of the USSF, US Youth Soccer, and Washington Youth Soccer shall prevail over any contrary provision in these Bylaws or TSC policy.

Article 3: Purpose and Objectives

The purpose of the Tumwater Soccer Club is exclusively charitable and educational. Further, the purpose of TSC shall be to teach the game of soccer as defined in these Bylaws. The objectives of the TSC program are to:

- A. Govern, organize, facilitate and promote all aspects of the game of soccer for youth under 19 years old, residing in the Tumwater School District, or areas within TCYSA not affiliated with another club.
- B. Provide a program of well-organized, competitive athletics helping to develop the physical, emotional, and social stability of its members, and encourage volunteers to share their time and effort on behalf of TSC.
- C. Assist with the identification and promotion of players with intermediate and higher skills to affiliated organizations that are dedicated to a level of competition greater than which TSC can provide.
- D. Encourage academic excellence and promote continuing education through the TSC post-high school Scholarship Program.
- E. Facilitate and promote the following activities:
 - The education and training of players, coaches, and referees in the game of soccer.
 - The acquisition, distribution, and management of: playing fields; equipment; supplies; and other material items, on behalf of registered teams.
 - The registration of players and teams.
 - The scheduling of league games.

- The coordination of TSC rules, regulations, and activities with affiliated organizations.
- The raising of funds needed to achieve the TSC objectives.
- The sponsoring and holding of tournaments.

Article 4: Members

- A. The membership of the Tumwater Soccer Club shall consist of:
 - Members of the TSC Executive Board.
 - Players, coaches, and parents of teams registered under TSC.
 - Sponsors of a TSC registered team. Sponsors provide support for a specific team.
 - TSC Boosters. Boosters support the activities of TSC but are not affiliated with a specific team.
- B. All TSC members are required to abide by TSC Bylaws and Rules and Regulations. Failure to do so will be grounds for revocation of membership privileges by the Executive Board.
- C. No group or individual shall be denied membership to TSC because of sex, race, color, ethnicity, creed, national origin, socioeconomic status, veteran status, or disability.

Article 5: Control and Authority

- A. TSC shall be an affiliated club of the Thurston County Youth Soccer Association (TCYSA).
- B. TSC shall abide by and follow the Bylaws and Rules and Regulations of TCYSA, and Washington Youth Soccer.
- C. Administration of TSC shall be vested in a body consisting of an Executive Board as described in Article 6.

Article 6: Officers

- A. The officers of the Executive Board of TSC shall be (1) President, (2) First Vice President, (3) Second Vice President of Administration, (4) Second Vice President of Property, (5) Second Vice President of Fields (6) Director of Development and Competition, (7) Secretary, (8) Treasurer, (9) Registrar, and (10) Kick-in-the-Grass (KITG) Tournament Director. These officers shall be members of the Executive Board and perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by TSC.
- B. The positions of President, First Vice President, Second Vice President of Administration, Second Vice President of Property, Second Vice President of Fields, Director of Development and Competition, Secretary, Treasurer, Registrar, and Kick-in-the-Grass (KITG) Tournament Director on the Executive Board shall be elected every two years at the Annual General Meeting as follows: the positions of President, Second Vice President of Administration, Director of Development and Competition, Treasurer, and KITG Director shall be elected on even-numbered years and the positions of First Vice President, Second Vice President of Property, Second Vice President of Fields, Secretary, and Registrar shall be elected on odd-numbered years.

C. The duties and responsibilities of the officers are as follows:

1. President

- a) Coordinate and supervise all activities of TSC and preside over all Executive Board meetings.
- b) Develop an agenda for every Executive Board meeting.
- c) Represent the Tumwater Soccer Club at TCYSA, and Washington Youth Soccer meetings.
- d) Represent TSC in a liaison capacity in all matters related to public relations.
- e) Appoint chairpersons of all committees.
- f) Appoint people to fill vacant officer positions contingent on majority approval by the Executive Board.
- g) Sign orders on the treasury.
- h) Prepare, with the help of the TSC Treasurer and Finance Committee, and present the annual fiscal budget for the Tumwater Soccer Club.

2. First Vice President

- a) Assume the President's duties in his/her absence.
- b) Assist the President as needed.
- c) Supervise the activities of the second vice presidents of TSC.
- d) Sign orders on the treasury in the absence of the President.

3. Second Vice President of Administration

- a) Chair the Auditing Committee.
- b) Coordinate and performs special projects.
- c) Administers the Annual Scholarship Program
- d) Represents TSC with the Capital Soccer Fields Board of Directors

4. Second Vice President of Property

- a) Allocate, check out, track, and check-in uniforms, equipment, and other items provided to teams.
- b) Recommend equipment purchases needed to conduct the activities of TSC.
- c) Coordinate the marking and maintenance of fields used by TSC teams for practices and games.
- d) Manage storage facilities and all TSC owned items not checked out to teams.
- e) Report on equipment owned by TSC.

5. Second Vice President of Fields

- a) Coordinate with the School District, Parks Department, and Capital Soccer Fields to reserve fields to be used by TSC teams for practices and games.
- b) Assign fields to TSC teams for practices.
- c) Coordinate with TCYSA for assignment of fields for TSC home games.
- d) Actively manage field reservations during each season to optimize field usage and rental charges.
- e) Assist in the marking and maintenance of fields used by TSC teams for practices and games.

6. Director of Development and Competition

- a) Organize and coordinate coach's training and license clinics as directed by the Executive Board.
- b) Organize and coordinate player training clinics as directed by the Executive Board.
- c) Acquire and manage coaching and training manuals, videos, and other training aids.

7. Secretary

- a) Record, prepare, and distribute minutes for all TSC meetings.
- b) Maintain a record of all TSC correspondence issued under official TSC letterhead.
- c) Provide notification of all Executive Board meetings.
- d) Maintain TSC Bylaws, Rules and Regulations, and other documents.

8. Treasurer

- a) Deposit all monies into a chartered bank account in the name of the Tumwater Soccer Club.
- b) Keep financial records of all monetary transactions, including incoming and outgoing funds.
- c) Maintain a checking account with signature authority with the President, First Vice President, and KITG Tournament Director.
- d) Report TSC financial status at each Executive Board meeting.
- e) Assist on audits of TSC records.

9. Registrar

- a) Register and maintain records of teams, players, and coaches as per the guidelines established by TSC and TCYSA.
- b) Coordinate registration activities with TCYSA and Washington Youth Soccer as required.
- c) Maintain record of Risk Management status for all registered volunteers as required by TCYSA and Washington Youth Soccer. Including all Board Members, Coaches, Assistant Coaches, Manager, or any other individual over 18 years old who has or may have routine direct or indirect contact or influence on a youth player.
- d) Register all participating teams in TSC sponsored tournaments and events.

10. KITG Tournament Director

- a) Organize and coordinate all aspects of the annual Kick-in-the-Grass Tournament sponsored by TSC.
- b) Sign orders on the treasury in the absence of the President.

D. The term of office for elected officers of the TSC Executive Board shall commence immediately upon election, and shall continue until the Annual General Meeting two years hence. Outgoing officers shall assist the successors for a period not to exceed two succeeding Executive Board meetings, in order to assure a smooth transition. All TSC officers are eligible for re-election to the same office at succeeding elections.

E. With the exception of the President of the Executive Board, vacancies occurring subsequent to the annual election shall be filled by a majority vote of a quorum of the

Executive Board at a regular meeting or special meeting. In the event of the President's position becoming vacant, the First Vice President will fill the President's position if the First Vice President so desires the position. If the First Vice President does not desire the position, then it shall be filled as provided above for the other Executive Board positions. The term of office for officers elected by such election is the unexpired term of the vacated office.

- F. Any member of the Board of Directors being absent from three (3) consecutive Board meetings, or being negligent in his/her responsibilities, or being in violation of the Washington Youth Soccer Code of Ethics, or combination thereof, may be subject to suspension or removal by a majority vote of the Executive Board.

Article 7: Executive Board

- A. The officers of TSC and one representative of each TSC registered team shall constitute the Executive Board.
- B. The President shall be the chairperson of the Executive Board.
- C. The Executive Board shall have general supervision of the affairs of TSC, set the hour and place of meetings, and shall perform such duties as are specified in these Bylaws. None of the acts of the Executive Board shall conflict with the objectives of TSC.
- D. Each person on the Executive Board shall have one vote on any matter brought forth during an Executive Board Meeting. The President shall cast a vote only in the event of a tie.
- E. Each team shall provide a Team Representative for Executive Board Meetings. The Team Representative shall be the coach of the team or someone appointed by the coach. Any appointment by the coach must be in writing or verified by an officer of the Executive Board. Written notice or verification can take place at a meeting. Team Representatives are encouraged to attend all Executive Board and other meetings during the time the team is active.
- F. Conflict of Interest: No elected member of the Executive Board of the Tumwater Soccer Club can receive monetary compensation, other than re-imbusement for out-of-pocket expenses, from the Club for duties related to their Board position or any other activities associated with the Club (e.g., coaching or training teams). Any potential conflict of interest by a Board member, or a family member of a Board member, shall be declared in a written disclosure statement to the Board of Directors, either voluntarily or upon the request to the Board. If a conflict of interest is evident, the Board shall disqualify that member's vote in all matters relating to the position or may require the resignation of the person from the Board of Directors contingent on a majority vote of the Board. (Article 7F added at the November 2006 Annual General Meeting).

Article 8: Committees

- A. A Finance Committee composed of the Treasurer and at least one other Executive Board Member shall be appointed by the President promptly after conclusion of the fall season including Recreational Cup Play. It shall be the duty of the committee to prepare a budget for the next fiscal year and to submit it to the TSC Executive Board for approval prior to the start of any organized league play during the fiscal year.

- B. An Auditing Committee of three Executive Board members Chaired by the Second Vice President of Administration shall:
 - 1. Audit the Treasurer’s accounts at the close of the fiscal year and provide a report of its findings before the annual meeting.
 - 2. Audit the equipment and supplies inventory at the close of the fiscal year and provide a report of its findings before the annual meeting.
 - 3. Audit to ensure the existence of all records required by these Bylaws.
- C. A Tournament Committee shall organize all aspects of the annual TSC “Kick-In-The-Grass” tournament under the direction of the KITG Tournament Director.
- D. Such other committees, standing or special, as deemed necessary to carry on the work of TSC shall be appointed by the President or the Executive Board. The President shall be an *ex officio* member of all committees.

Article 9: Meetings

A. Annual General Meeting

An annual meeting shall be held in February or March each year before the start of spring season games. The AGM shall coincide with the Spring coaches meeting to ensure adequate participation by the club members. Notification of the time and place of the annual meeting shall be provided to all Executive Board members, coaches, and committee chairs at least 30 days prior to the meeting.

A quorum shall consist of six (6) Executive Board members, six (6) of which must be TSC officers. In the event of a quorum failure, the meeting shall be rescheduled at a time and place designated by the President.

The annual meeting is open to all TSC members and visitors. Minutes from the annual general meeting shall be reviewed and approved at the first monthly executive board meeting following the annual general meeting.

The order of business for the annual meeting shall be as follows:

- 1. Roll Call
- 2. Officer and Committee reports
- 3. Unfinished business
- 4. Proposals
- 5. Bylaw changes
- 6. Summary of changes to TSC Rules and Regulations
- 7. Election of Officers
- 8. New business
- 9. Adjournment

B. Monthly Executive Board Meetings

Unless otherwise ordered by the Executive Board, a monthly meeting of the Executive Board shall be held from January through November inclusive except March due to the annual general meeting.

The order of business for the monthly Executive Board meetings shall be set by the President. A quorum shall consist of six(6) officers of the Executive Board.

Executive Board Meetings are open to all TSC members and visitors.

- C. Special Executive Board meetings may be called by the President or shall be called upon the written request of three (3) members of the Executive Board. The purpose of the meeting shall be stated in the call. Timely notice of any Special Session shall be provided to all Executive Board officers and TSC coaches. Except in cases of emergency, at least three days' notice shall be given. Special Sessions are used for planning (e.g., setting agendas for subsequent meetings) and for the conduct of TSC business, which can not be deferred until a Monthly or an Annual General Meeting can be held. Special Executive Board meetings are not open to non-members of Tumwater Soccer Club, except by invitation of the Executive Board. Results of these sessions shall be presented to TSC and its membership at the monthly Executive Board meeting and/or at the TSC Annual General Meeting if determined pertinent to the agenda. A quorum shall consist of six(6) officers of the Executive Board.

Article 10: Rules and Regulations

- A. The Executive Board may make temporary rules or regulations governing specific cases or occasions not provided for in these Bylaws, but which may be necessary for achieving the objectives or conducting the business of TSC. Temporary rules or regulations so adopted will be put before the membership of TSC for approval or disapproval at the next scheduled Annual General Meeting or meeting of the Executive Board.
- B. TSC shall follow the Rules and Regulations and other governing documents that are specified by TCYSA and Washington Youth Soccer. In areas of conflict, Washington Youth Soccer shall supersede TCYSA and TCYSA shall supersede the TSC.
- C. TSC shall be authorized to create, modify, and remove rules and regulations that are needed to conduct its business and that are not specified by TCYSA or Washington Youth Soccer.
- D. Each executive board member shall have one vote each on all decisions regarding changes to TSC Rules and Regulations. Rules and Regulations can be changed by a simple majority vote during any Executive Board meeting.
- E. A summary of Rules and Regulation changes made during a fiscal year must be provided to the Executive Board at the Annual General Meeting.

Article 11: Background Checks

- A. All TSC coaches, volunteers, Executive Board Officers, and Committee Chairpersons must receive clearance from the Washington Youth Soccer Risk Management Program.
- B. The election or appointment of any TSC officer, chairperson, or coach will be official once there is on file with the TSC Secretary a completed Washington Youth Soccer Risk Management Clearance form.
- C. Proof of risk management clearance will be provided at the request of any TSC, TCYSA, or Washington Youth Soccer official.

Article 12: Fiscal Year and Records

- A. The fiscal year of the Tumwater Soccer Club shall run from January 1 through December 31 of any given year.
- B. TSC shall keep complete and accurate records of its meetings, financial status, and bank records.
- C. TSC shall comply with all TCYSA, Washington Youth Soccer, City, State, and Federal reporting and record keeping requirements.
- D. TSC shall keep and make available the name, address, telephone number, and email address of all Executive Board Members, Coaches, Team Representatives, and Committee Members.
- E. TSC shall keep and make available an inventory of all equipment and supplies.

Article 13: Paid Positions

- A. TSC has the right to establish paid positions to meet the needs of TSC in accomplishing its goals and objectives. This includes, but is not limited to, a Club Manager. The Executive Board must approve the establishment of each paid position and a description of the duties and responsibilities of the position.
- B. Any paid independent contractor of TSC cannot be a voting member of TSC.
- C. An officer of the Executive Board shall be appointed as the supervisor of each paid independent contractor as determined by the Executive Board.
- D. All paid positions must undergo an open recruitment process for hiring. The Executive Board has final approval of the hiring of the person to fill a position.
- E. A contract specifying the duties and responsibilities of the position, and the level of compensation, must be developed for any paid position. Any contract cannot exceed a period of two (2) years.

Article 14: Fund Raising

The organizers of all fund raising activities, where TSC is represented, must obtain prior written approval signed by two Executive Board officers at least 14 days prior to the event.

Article 15: Parliamentary Authority

- A. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern TSC in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order TSC may adopt.

Article 16: Amendments of Bylaws

- A. These Bylaws may be amended during the Annual General Meeting by a two-thirds majority vote of the Executive Board present at said Annual General Meeting, provided that the amendment has been submitted in writing at the previous regular meeting and a quorum of Executive Board officers is present.

Article 17: Dissolution

- A. Should the Tumwater Soccer Club be dissolved, all monetary assets, equipment and supplies shall be turned over to the Thurston County Youth Soccer Association. In the event that both organizations no longer exist or do not qualify as 501(c)3

organizations, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future tax code. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of Thurston County exclusively for such purposes or to such organizations as said Court shall determine which are organized and operated exclusively for such purposes.

- B. The dissolution of the Tumwater Soccer Club shall be performed upon a two-thirds vote by a quorum of the Executive Board. Written notification of the intent to dissolve the Tumwater Soccer Club must be made to TCYSA and to TSC Executive Board members, coaches, and committee chairs 90 days in advance of the action. TSC will also attempt to notify as many other current TSC members as possible 90 days in advance of the action.