

ARTICLES OF ASSOCIATION
AND
BY-LAWS
OF
CUMBERLAND YOUTH SOCCER
ASSOCIATION

Revised:
December 5, 2011

STATEMENT OF PHILOSOPHY

The Cumberland Youth Soccer Association (**CYSA**) is founded with the belief upon the following principles which represent the ideals within which the league shall function:

- 1) The league shall be open with equal opportunity to all boys and girls regardless of the skill levels or ability they may possess (beginner to advanced) in the sport of soccer while ensuring participation for all.
- 2) The league shall view sports as a pleasurable activity, which is as important a concept as understanding the competitive aspects of winning and losing.
- 3) The league shall emphasize good sportsmanship. The highest standards of personal conduct are expected at all times from players, coaches, and spectators.
- 4) The league shall foster and accentuate the idea of teamwork, which is to include players, coaches, sponsors, parents, volunteers, and board members. All members shall work together as a unit, and take pride in the accomplishments of the league. A sense of community pride shall be promoted throughout the league.

ARTICLES OF ASSOCIATION AND BY-LAWS

Revised, Approved and Adopted:

ARTICLE I - NAME:

This league shall be run as a non-profit organization, and shall be known as the Cumberland Youth Soccer Association, herein known as **CYSA**.

ARTICLE II - PURPOSE:

CYSA will be affiliated with the United States Youth Soccer Association (**USYSA**) through Soccer Rhode Island (**SRI**). As such, the Cumberland Youth Soccer Association shall dedicate itself to the best interests of youth soccer, with particular emphasis on the organization, promotion, regulation, and development of youth soccer in the town of Cumberland, Rhode Island.

CYSA is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of such distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this association.

ARTICLE III - MEMBERSHIP AND PRIVILEGES:

The membership of **CYSA** shall consist of Playing Members, Regular Members, and Members-At-Large.

1) PLAYING MEMBERS:

Any playing age youngster interested in soccer may become a playing member upon timely application and payment of the registration fee. Only active playing members in good standing with the league are eligible to participate in **CYSA** sponsored programs and events. Playing Members are not eligible to vote in the election of the Board of Directors, Executive Officers, or on policy matters pertaining to **CYSA**.

2) GENERAL MEMBERS:

Shall be known as the **Body** of the league and will consist of the Board of Directors, elected Officials, and the Recreational Coach or an Assistant Recreational Coach of each team, and the Competitive Coach or an Assistant

Coach (there is one vote per team total, with a different person voting for each team). Each team will be allowed only one vote by the Coach, or an Assistant Coach, as noted on the finalized team roster. The Body shall be the highest authority for election of Officers and Directors, and approval of additions, deletions, and changes to its By-Laws.

3) MEMBERS-AT-LARGE:

Any parent or guardian of a playing member may become a Member-At-Large upon the payment of the annual registration fee for his/her child. Any interested person who has made a meaningful contribution to CYSA may be nominated by any member of the Board of Directors as a Member-At-Large. Having been confirmed by a majority vote of the Board of Directors, that person shall be considered a Member-At-Large for a period of one (1) year from the time of his/her election to membership. Members-At-Large have no voting privileges, but may attend any CYSA meeting to voice their personal beliefs as to how CYSA may improve.

ARTICLE IV - GOVERNMENT:

- 1) The Board of Directors shall be the governing body of CYSA. It shall have full power to transact all business for CYSA that falls within the scope of CYSA. The Board of Directors shall consist of the members on the Executive Board, and ten (10) other members who will assume direction of the standing committees; beginning in 2013, the Executive Board members will consist of six (6), and the rest of the Board nine (9).

- 2) At the Annual Meeting of CYSA, the voting members shall elect an Executive Board comprised of a President, Vice President-Competitive, Vice President-Recreational, Treasurer, and Secretary and Registrar. All members of the Executive Board must reside in the town of Cumberland, Rhode Island.

- 3) To ensure continuity in the organization, the President shall be elected for a two-year term and begin serving it in even-numbered years. The Vice President of Competitive shall be elected to a two-year term and begin serving in the odd-numbered years beginning with the election in 2013. For the year 2012, the Vice-President of Recreational will be a one-year term, but become a two-year term for the 2013 season.

The position of Treasurer shall be elected for a two year term and begin serving it in even-numbered years. Beginning in 2013 the Registrar will become a member of the Executive Board. The position will serve a two-year term beginning in 2013 and all subsequent odd-numbered years. The position of Secretary shall be elected for a two-year term and begin serving it in odd-numbered years.

- 4) If for any reason a vacancy on the Board of Directors becomes available, the Board of Directors shall, by nomination and election, fill each vacancy for the unexpired term.

- 5) The Board of Directors shall adopt playing and general rules which shall be binding on all members of CYSA.
- 6) The Board of Directors shall not have the power to incur any obligation on behalf of CYSA which is:
 - (a) In excess of the total cash assets then held by the Treasurer and not otherwise pledged or required to meet other fixed or current financial obligations which is:.
 - (b) In excess of the annual budget as approved by the Board of Directors.
- 7) Any member of the Board who misses a total of four (4) regular business meetings of the Board of Directors in a calendar year shall thereby forfeit his/her right to hold his/her respective office for the unexpired term.
- 8) **Each Director in good standing will have one vote on CYSA matters.**
- 9) The Board of Directors may conduct a vote via conference call or email.

ARTICLE V - EXECUTIVE BOARD RESPONSIBILITIES:

- 1) The President shall preside at all meetings of the membership and the Board of Directors. He/She shall also ensure that all business transactions of CYSA will be in full compliance with the By-Laws and with the purposes of CYSA. The Executive Board shall assign all Board members to chair a committee.
- 2) The Vice President of Recreation shall, in the absence of the President, assume all the duties of the President. In the absence of the President and Vice President of Recreation, the Vice President of Competitive shall assume all the duties of the President. The VP of Recreation has the full responsibility of overseeing the recreational program and includes:
 - a) the season-ending awards and recognition.
 - a) Set league schedule – pre-season coaches' meetings, picture day, appreciation day
 - b) Finalize and approve all rosters
 - c) Finalize and approve game schedules
 - d) Organize playoff schedules (set match-ups and times, ensure referees and board members are familiar with playoff rules, assign board members to fields for supervisory roles, etc.)

Be the goodwill ambassador for the league – respond to parent concerns and questions, starting with pre-season issues3) It shall be the Vice President of

Competitive's duty to:

- a) Appoint the Competitive Committee to be approved by the Board of Directors and hold periodic meetings as he/ she sees fit.
 - b) Establish a competitive budget which must be approved by the Board of Directors.
 - c) Establish criteria which must be approved by the Board of Directors for selection of competitive coaches and players.
 - d) Organize and run competitive tryouts.
 - e) Oversee the registration of competitive teams and players.
 - f) Coordinate all competitive activities with SRI and sanctioned leagues.
- 4) It shall be the Secretary's duty to:
- a) Record and keep the minutes of all meetings of **CYSA** and the Board of Directors.
 - b) Inform the members and/or the Board of Directors of all regularly scheduled and special meetings.
 - c) Maintain a calendar for the purpose of scheduling all **CYSA** events.
 - d) Handle and record all correspondence with and from **CYSA**.
 - e) All communications sent to **CYSA** shall be presented in writing to the Secretary, who in turn shall present them to the Board of Directors.
 - f) Maintain a current set of By-Laws and General Rules, including a two-year review of the by-laws in every odd year.

5.) It shall be the Treasurer's duty to:

- a) Compile and present an annual budget for CYSA to be approved annually by the Board of Directors.
- b) Collect all money due CYSA and to deposit such funds in the name of and to the credit of **CYSA** in such banks as he/she shall be directed by the Board of Directors.
- c) Pay all CYSA invoices in a timely manner. Any invoice \$1500 or higher shall require 2 signatures indicating approval, one of which shall be an executive board member.

- d) Maintain accurate, complete and current records of all financial transactions of **CYSA**.
- e) Submit a financial report of **CYSA** at each regular meeting, or at any time such report is requested by the Board of Directors.
- f) Ensure timely filing of all tax returns, nonprofit status filings and other paperwork as needed.
- g) Maintain Officer and Directors insurance.

1)

It shall be the Vice President of Competitive's duty to:

6) The Executive Board shall assign all Board members a committee.

ARTICLE VI - MEETINGS:

1) The President shall be required to call at least the following meetings each year:

- a) The Annual Meeting will be held during the fourth quarter of the calendar year for the purpose of electing members of the Board of Directors and the Executive Board.
 - b) A pre-season recreational planning meeting to be held for the purpose of organizing and planning soccer activities for the upcoming season.
 - c) A post season wrap-up meeting held for the purpose of reporting on the activities of the recently completed recreational season. This post season meeting may be combined with the Annual Meeting.
- 2) The President shall schedule monthly meetings of the Board of Directors.
 - 3) The President may also schedule any additional meetings as he/she sees a need for them.
 - 4) Written notice of a meeting of the General Membership shall be e-mailed to all members ten (10) days prior to the date of such meeting. Notification by way of the local newspaper shall be also deemed acceptable.
 - 5) During all meetings the "Roberts Rules of Order" shall be used to resolve all controversies over proper parliamentary procedure.
 - 6) Eight (8) members of the Board of Directors shall constitute a quorum at all regular and special meetings of CYSA, for the transaction of business of CYSA, provided all members have been notified prior to the meeting.

ARTICLE VII - COMMITTEES:

- 1) At the beginning of each calendar year, the Board of Directors of CYSA shall meet to organize and serve as committee chairpersons as appointed by the executive board. The committees formed will be deemed as necessary for the operation of CYSA during that calendar year.
- 2) All standing committees shall work with the Board of Directors and report back to the Board of Directors as required.

ARTICLE VIII - ELECTIONS:

- 1) Nominations for candidates to the Executive Board and the Board of Directors may be submitted by any General Member or Member-At-Large of CYSA prior to or at the CYSA Annual Meeting. Existing Board Members may submit their own names. All candidate names submitted must be seconded by another voting member of **CYSA**.
- 2) All candidate names submitted for election will be voted on by all qualified voting members attending the Annual Meeting of **CYSA**.

ARTICLE IX – Conflict of Interest Statement:

No member of the CYSA Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with the Cumberland Youth Soccer Association. Each individual shall disclose to the Cumberland Youth Soccer Association any personal interest which he or she may have in any matter pending before the CYSA and shall refrain from participation in any decision on such matter.

Any member of the CYSA Board shall refrain from obtaining any list of CYSA clients for personal or private solicitation purposes at any time during the term of their affiliation.

ARTICLE X - AMENDMENTS:

- 1) Proposed amendments to these By-Laws, when petitioned by a voting member, must be submitted in writing to the Secretary and bear the signatures of at least nine (9) additional voting members of **CYSA**.
- 2) A proposed amendment to the By-Laws is then voted on by the Board of Directors at their next meeting.
- 3) A proposed amendment approved by the Board of Directors shall be presented at the next Annual Meeting of the CYSA or at a special meeting of the General Membership. A simple majority vote of the General Members is needed to pass/defeat any proposed amendment to the By-Laws.

ARTICLE XI - DISSOLUTION OF THE ASSOCIATION

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the association is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XII - MISCELLANEOUS:

- 1) The mailing address of **CYSA** shall be designated by the Executive Board after each election.
- 2) Review and approval of the by-laws must be done every two years at the Secretary's responsibility.
- 3) The CYSA Board cannot remove/withdraw/transfer from its capital account an amount over \$10,000 without approval by the General Membership.

Adopted as revised at the April Board Meeting of CYSA held in Cumberland, RI on.

, President

, Secretary

AMENDMENT HISTORY

Adopted as revised at the Annual Meeting of CYSA held in Cumberland, RI on:

December 5, 2011

Signed by Chris Moran, President, and John Geoghegan, Secretary

April 6, 2009

Signed by Joseph Carreiro, President and Lisa Leite, Secretary

December 10, 2007

Signed by Joseph Carreiro, President and Jodi Fownes, Secretary

November 14, 2001

Signed by Chuck Sears, President and Marcia Scott, Secretary

November 25, 1996

Signed by Michael F. Varone, President and Louise M. Wilcox, Secretary

December 12, 1995

Signed by Dave Williams, President and Marcel G. Dube, Secretary

December 13, 1993

Signed by Robert M. Drew, President and Kevin Powers, Treasurer