

**SUDBURY YOUTH SOCCER ASSOCIATION, INC.  
BY LAWS**

**ARTICLE I - NAME AND OFFICES**

**This organization shall be known as Sudbury Youth Soccer Association, Inc., hereinafter referred to as SYSA. SYSA is organized as a charitable corporation under Chapter 180 of the Laws of the Commonwealth of Massachusetts and is affiliated with the Massachusetts Youth Soccer Association (MYSA).**

**The offices of the corporation shall be located in Sudbury, Middlesex County, Massachusetts. All correspondence with the corporation may be sent to PO Box 11, Sudbury, MA 01776 unless otherwise changed by the Board of Directors.**

**ARTICLE II - OBJECTIVE AND PHILOSOPHY**

**The objective of SYSA shall be to provide the opportunity and training for the youth of Sudbury, Massachusetts to learn the game of soccer through the development of individual skill, fitness, teamwork and fair play.**

**To adhere to the above objectives, SYSA will have two major seasons:**

**A FALL season: SYSA will form teams for intramural play and for league play. SYSA will attempt to balance intramural teams within age categories. League teams will be formed based on skill level and needs of the age grouping and will be entered into affiliated organizations such as BAYS at an appropriate level of competition. League play will only be considered for teams in the 3<sup>rd</sup> grade or older age brackets. Intramural leagues for players 3<sup>rd</sup> grade and older will be considered if there is sufficient demand to create enough teams to form a league as determined by the Board of Directors.**

**A SPRING season: SYSA will form teams for intramural play and for league play. SYSA will attempt to balance intramural teams within age categories. League teams will be formed based on skill level and needs of the age grouping and will be entered into affiliated organizations such as BAYS at an appropriate level of competition. League play will only be considered for teams in the 3<sup>rd</sup> grade or older age brackets. Intramural leagues for players 3<sup>rd</sup> grade and older will be considered if there is sufficient demand to create enough teams to form a league as determined by the Board of Directors.**

**In either season, and for intramural play or league play, SYSA may allow players or teams from other affiliated organizations to play within the SYSA organization by a vote of the Board of Directors and in accordance with any league rules which may apply to this type of situation.**

**Other seasons or leagues may be formed by SYSA so long as they conform to this Constitution.**

**The underlying philosophy of SYSA is to provide an atmosphere conducive to developing the skills and knowledge of soccer by participating players, coaches and officials. In this spirit, all teams, players, coaches and officials shall conduct themselves in a sportsmanlike manner and shall cooperate fully with the letter and spirit of the rules of soccer and these by-laws.**

**To achieve the above objectives and philosophy, SYSA will take reasonable steps to accommodate any youth who desires to play the game of soccer by seeking volunteer coaches, who accept these tenets, to form the required teams. Where possible, SYSA will take reasonable steps to make available training for coaches and/or officials regarding the rules, theory and spirit of the game of soccer.**

**The Board of Directors shall assume their offices and duties following their election appointment and shall remain in office until the next Annual General Meeting, or until replaced.**

### **ARTICLE III – MEMBERSHIP**

**Membership shall be open to any and all Sudbury residents interested in the development and promotion of youth soccer.**

**A qualified member is any individual holding one of the following positions within SYSA:**

**Member of the Executive Board**

**Member of the Board of Directors**

**Present Coaches and Assistant Coaches**

**No proxy voting shall be allowed. If an individual is a coach and a member of the Board of Directors, said individual shall have one vote.**

**The right of any person to vote at any duly called General Meeting, when disputed or questioned by three (3) members, shall be examined and determined by the Board. Said determination shall take precedence over the transactions of any other business. If the Board of Directors determines, that the questioned individual does not meet the membership qualification contained above, then said individual shall not be allowed to vote. The Board of Director's decision, in this instance, shall be governed by majority vote of the Board of Director's present at a duly constituted Board meeting. Any such decision denying the right to vote to someone shall have prospective effect only and shall not invalidate any vote already taken in which the disputed member took part.**

**At all General Meetings, each qualified member shall be entitled to one vote.**

## **ARTICLE IV – GOVERNMENT**

**The management of the affairs of SYSA shall be vested in the Board and shall consist of the following:**

**The Executive Board shall consist of the following:**

**President**

**Vice President –Marketing**

**Vice President - Intramurals Kindergarten, Grade 1, and Grade 2**

**Vice President – Girls - Grade 3 and older**

**Vice President – Boys - Grade 3 and older**

**Vice President --Academy Squad (ADD)**

**Vice President – Communication & Technology (ADD)**

**Vice President -- Operations (ADD)**

**Treasurer**

**Secretary**

**Administrative Director**

**[Past President – per Article V - Officers, Duties and Powers – last paragraph]**

**The Board of Directors shall consist of the following:**

**The Executive Board**

**Kindergarten Boys Coordinator**

**Kindergarten Girls Coordinator**

**Gr 1 Boys Coordinator**

**Gr 1 Girls Coordinator**

**Gr 2 Boys Coordinator**

**Gr 2 Girls Coordinator**

**Gr 3 Boys Coordinator**

**Gr 3 Girls Coordinator**

**Gr 4 Boys Coordinator**

**Gr 4 Girls Coordinator**

**Gr 5 Boys Coordinator**

**Gr 5 Girls Coordinator**

**Gr 6 Boys Coordinator**

**Gr 6 Girls Coordinator**

**Gr 7/8 Boys Coordinator(s)**

**Gr 7/8 Girls Coordinator(s)**

**Referee Coordinator**

**Equipment Coordinator**

**Technical Director**

**The Board of Directors may, by a three-quarter majority of the Board of Directors, vote to add up to an additional two (2) positions on the Executive Board, not to exceed a total of 14 Executive Board Members.**

**The President, Vice Presidents, Secretary and Treasurer shall be elected at the Annual General Meeting. They are elected for a term of one (1) year and are eligible for re-election.**

**The Vice President - Intramurals Kindergarten – Gr 2 shall submit recommendations for the positions of Kindergarten Coordinators (boys and girls), Gr 1 Coordinators (boys and girls), and Gr 2 Coordinators (boys and girls) for the upcoming season to the Board of Directors for approval by majority vote of the Board of Directors present at a duly constituted Board [of Directors] meeting.**

**The Vice Presidents - League Play and Intramurals Gr 3 and older - Girls Director and Boys Director, shall submit recommendations for the positions of, Gr 3 through Gr 8 Coordinators for the Girls and Boys for the upcoming season to the Board of Directors for approval by majority vote of the Board of Directors present at a duly constituted Board [of Directors] meeting.**

**The President shall submit a recommendation for the position of Referee Coordinator, and Equipment Coordinator for the upcoming season to the Board of Directors for approval by majority vote of the Board of Directors present at a duly constituted Board [of Directors] meeting.**

**Any Executive Board position which becomes vacant during the year shall be filled by appointment of the President and shall become effective upon approval by majority vote of the Board [of Directors] present at a duly constituted Board meeting. Said appointment shall be effective until the next General Meeting at which time said appointment shall be endorsed by a majority vote of the Qualified Members or, said position shall be filled by election if elections are part of that General Meeting.**

**Any vacancies in the Coordinator positions shall be filled by recommendation by the appropriate Vice President, or President (in the case of the Referee Coordinator or Equipment Coordinator), and shall become effective upon approval by majority vote of the Board of Directors present at a duly constituted Board [of Directors] Meeting.**

## **ARTICLE V - OFFICERS, DUTIES AND POWERS**

**The President shall be the chief executive officer of the corporation and shall execute all policies and regulations established by the Board. In this capacity he/she shall:**

- 1. Preside at all General Meetings and at Board Meetings;**
- 2. Have co-signatory power with the Treasurer on checks;**
- 3. Have final authority in all instances of interpretation of all SYSA policies and regulations;**
- 4. Establish from time to time Committees as he/she deems appropriate fixing the number of members and their duties and responsibilities;**
- 5. Be an ex-official member of all standing committees; and**

6. In instances where disciplinary measure appears appropriate or are recommended, where no standing committee has jurisdiction, he/she shall bring the incident to the Board [of Directors] for resolution.

The Vice Presidents shall succeed to the office and powers of the President if the President is absent or for remainder of the Presidency if the office is vacated for any reason. In such instance, the Vice Presidents shall elect one of the Vice Presidents to serve in such capacity, election to be by simple majority vote. In all other instances, the Vice Presidents shall assist the President in the performance of the duties assigned to the President. There will be seven (7) elected Vice Presidents.

The Treasurer shall be the Chief Financial Officer of the Corporation and shall perform such duties as may be assigned by the President or the Board. The Treasurer shall keep proper financial records, all receipts and disbursements, and shall (along with the President) have signatory power for checks or drafts for expenditures. In this capacity he/she shall;

1. Prepare and submit a current financial report for all meetings of the Board or General Meetings;
2. Collect and disburse funds as operational necessity dictates;
3. Maintain corporation bank account; and
4. Turn over all financial records of every type to an incoming Treasurer.

The Board may require the Treasurer to furnish a bond to guarantee the performance of his/her duties in such amounts and with such offices as they deem proper.

In addition, on or before January 1st of each year, the Treasurer shall cause to be prepared any reports or forms required by the Commonwealth of Massachusetts, pursuant to SYSA incorporation under Chapter 180.

The Secretary shall be the Chief Reporting Officer of the corporation. In this capacity he/she shall:

1. Maintain general membership listings, appropriate files, mailing lists, and corporate records;
2. Send required notices to members and Directors;
3. Keep accurate minutes of all meetings of the general membership and the Board;
4. Turn over all corporate records of every type to an incoming Secretary.

The Immediate Past President shall remain on the Executive Board and assist in the transition of the new Executive Board members.

## **ARTICLE VI – EXECUTIVE BOARD, DUTIES AND POWERS**

The Executive Board shall have the responsibility and authority for administering SYSA affairs in special areas which shall be assigned by the Board. These duties

may be assigned to individual committees from within the Board by a majority of the Board at a Board meeting. The Executive Board members are each assigned specific areas of responsibility to manage which they will have Board members and volunteers participate in completing.

#### **ARTICLE VII - BOARD OF DIRECTORS MEETINGS**

The Board shall meet not less than six (6) times per year.

Meetings of the Board [of Directors] may be called by the President, and, upon request of any two (2) Board members shall be called by the Secretary. Notice of the date, time and place of such meetings shall be given, or caused to be given, to each Board member by the Secretary. Such notice need not be given in writing unless the President or the two Board members calling the meeting shall otherwise direct.

All matters of policy shall be decided by a simple majority of those Board [of Directors] members present and voting. At any meeting of the Board [of Directors] a quorum shall consist of one-fifth of the then current members of the Board [of Directors].

All matters regarding day to day operations of SYSA shall be made by the President in consultation with the Executive Committee as the President deems necessary.

A vote of either the Executive Board or the Board of Directors shall be considered a valid vote if such vote is taken at a duly constituted meeting, by fax transmission, by email or by telephone.

#### **ARTICLE VIII - GENERAL MEETINGS**

There shall be at least one (1) General Meeting during the year.

This meeting shall be held in the Spring at the discretion of the President and shall include the election of new officers, if necessary.

Special meetings may be called by the Board, as necessary.

At any General Meeting, a quorum shall consist of one-fifth of the then qualified membership.

Notice for all General Meetings shall be sent to all qualified members at least seven (7) days before the meeting, said notice specifying the date, time and place for the meeting.

#### **ARTICLE IX - NOMINATING COMMITTEE**

At the Annual General Meeting, the Nominating Committee shall present a slate of officers and Directors to the meeting. The presentation of this slate shall in no way

**preclude further nominations from the floor. The slate of officers and Directors may accompany the notice of the meetings sent out in accordance with Article VIII.**

**The President shall appoint a nominating committee from among the members of the Board and the nominating committee will be responsible for preparing a slate of nominees for all elected offices for the following year.**

**The Nominating Committee shall present a slate of officers at the Annual General Meeting. The presentation of these nominations shall in no way preclude further nominations from the floor. The slate of nominees should accompany the notice of the meeting sent out in accordance with Article VIII.**

#### **ARTICLE X – FINANCES**

**The Board [of Directors] shall decide all matters pertaining to the finances of SYSA. The Board [of Directors] shall approve expenditures and shall approve the manner and the places in which monies received by SYSA are deposited. Notwithstanding the above, however, the President and Treasurer shall each have authority to expend up to \$500.00. The President and Treasurer shall report all said expenditures to the next meeting of the Board [of Directors].**

**During any registration period, the Administrative Director, subject to Board oversight, has the authority to grant financial aid waivers.**

**No solicitation or other activity of any type on behalf of SYSA or with use of the corporate name shall be carried on without the express approval of the Board, nor shall any person or persons of other official legal entities incur debt upon or in the name of SYSA without the express approval of the Board.**

#### **ARTICLE XI - SUSPENSION AND EXPULSION OF MEMBERS**

**Any member of SYSA may be suspended or expelled from membership by a resolution passed by not less than two-thirds of the Board [of Directors]. The member involved shall be notified of the intended action and may make a statement to the Board before the resolution is put to a vote. The decision of the Board shall be binding on the member and no reason for the suspension or expulsion need be given by the Board.**

#### **ARTICLE XII - BY-LAWS AND PLAYING RULES**

**The Board [of Directors] may from time to time approve and publish By-laws and Playing Rules which, providing they do not contravene this Constitution or the rules, shall be binding upon all SYSA Members and Teams.**

#### **ARTICLE XIII – MISCELLANEOUS**

**The rules contained in Robert's Rules of Order, as revised, shall govern this Corporation in all cases in which they are not inconsistent with this Constitution.**

**SYSA shall have an association logo bearing the name of the organization and any other such inscriptions as the Board [of Directors] may determine.**

#### **ARTICLE XIV – AMENDMENTS**

**This Constitution may, from time to time, be amended or repealed by a two-thirds vote of qualified members present at a duly constituted General Meeting.**

**Proposed changes shall be submitted in writing to the Board at least twenty-one (21) days prior to a General Meeting, and the Board may review and make recommendations on the proposed changes. Written notice will be sent to the qualified membership prior to the General Meeting on the proposed change.**

**Written notice to the Board, as provided in this Article, may be suspended and dispensed with, however, upon a three-quarter vote of the qualified members at the stated General Meeting and a three-quarters vote is needed to pass the amendment. Amendments to this Constitution may also be made in any other manner provided under the General Laws of Massachusetts for Chapter 180 Corporations.**