



## **Greenhaven Soccer Club By-Laws Revised December 2023**

### **1:01 Name**

1:01:01 This organization shall be known as the Greenhaven Soccer Club of Sacramento, California; also referred to as "GHSC" or Greenhaven Soccer Club

### **1:02 Purpose**

1:02:01 The purpose of the GHSC shall be to develop, administer, and promote an organized soccer program for the youth within our geographic region, primarily consisting of the Greenhaven/Pocket areas.

1:02:02 The GHSC is organized exclusively for educational purposes under section 501(c) (3) of the Internal Revenue Code.

### **1:03 Affiliation**

1:03:01 GHSC shall be an affiliated branch of and comply with the authority of either or both:

1) US Club Soccer or 2) California Youth Soccer Association

1:03:02 GHSC is also affiliated under the United States Soccer Federation (USSF) and the Federation Internationale de Football Association (FIFA)

### **1:04 Authorities**

1:04:01 GHSC shall be governed by its By-Laws, and Policies and Operating Rules, except when superseded by US Club Soccer or any other affiliated league rules.

1:04:03 The governing authority, hereinafter referred to as the "Board of Directors," consists of the Executive Officers and Directors as defined in section 3.1.08.

### **1:05 Membership**

1:05:01 GHSC is a nonprofit public benefit corporation and is not organized for the private gain of any person. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 and to make payments and distributions in furtherance of the purposes described in section 501(c)(3). No substantial part of the activities of the corporation shall be the carrying on of

propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on 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 or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the internal revenue code, or the corresponding section of any future tax code.

1:05:02 Membership shall be by annual registration. Registration is open to all youth regardless of race, color, creed, gender or ability.

1:05:03 The registration fee for all players shall be determined annually by the Board of Directors.

1:05:04 All members shall abide by the By-Laws, Policies and Operating Rules of GHSC and all applicable rules and regulations of the Leagues and Associations with which GHSC is affiliated.

#### 1:06 Meetings

1:06:01 A regular monthly meeting will be set each year by the Board of Directors. A meeting schedule will be provided to each member. Additional meetings may be held if deemed necessary by the president.

#### 1:07 Changes

1:07:01 The By-Laws may be revised or amended by a two-thirds (2/3) vote of the Board of Directors present at any regular meeting, provided these additions or revisions have been issued to each member of the Board of Directors at least seven (7) days before the Board meeting.

1:07:02 The Policies and Operating Rules may be revised, amended, or supplemented by a majority vote of the quorum at any Board of Directors meeting.

#### 1:08 Quorum

1:08:01 Three (3) Executive Officers and any other Board Members present shall constitute a quorum at the regularly scheduled monthly meetings as defined in 1:06:01.

1:08:02 A majority of current Board of Directors shall constitute a quorum at any additional meeting, provided all Board Members have been duly notified at least two (2) days prior to the meeting.

#### 1:09 Dissolution

1:09:01 Should GHSC dissolve, it will do so in conjunction with all state and federal laws. All assets remaining after payment of all debts shall be turned over to a youth soccer organization in the City of Sacramento for the express purpose of the development of youth soccer.

1:09:02 If a youth soccer organization cannot be agreed upon, 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## 2:01 Nominations and Elections

2:01:01 The president shall appoint a nominating committee by November of each year to nominate candidates for all Board of Directors positions. Members of the nominating committee shall be current Board members or GHSC Coordinators.

2:01:02 The president shall not be a member of this committee

2:01:03 The nominating committee shall present via email seven (7) days prior to the December meeting of the Board of Directors a list of one nominee per Board of Directors position. Positions include Executive Officers and other Directors defined in 3.1.08. Each position shall be voted on by the Board of Directors present at the December meeting. Please see section 1:08:02 for the definition of quorum. Voting will be by paper ballot to be tallied by the current secretary at the meeting. Write in votes are permitted. If a member of the Board of Directors cannot attend the meeting, they are not eligible to vote in the election.

2:01:04 In the event of a vacancy the president shall appoint a successor subject to the ratification of the Board of Directors.

2:01:05 In the event of a vacancy in the office of president, the line of succession shall be as follows: vice president, treasurer, secretary, registrar. If each member of the line of succession declines to assume the office of president, the prior year nominating committee will nominate a successor subject to ratification at the next Board of Directors meeting.

2:01:06 The newly elected Board of Directors will take office and assume their duties at the January meeting of the following year.

2:01:07 All Board of Directors terms of office consist of one year or until a successor is elected.

2:01:08 With the exception of the president, there is no limit to the number of consecutive terms a board member can serve, as long as the member remains in good standing and completes duties as described.

2:01:09 The president shall hold the position of president for no more than three consecutive years, and then he/she must have a break of one year as president before he/she can be elected president again.

## 3:01 The Board of Directors

3:01:01: The only permanent committee is comprised of the Executive Officers, and shall be known as the Executive Committee

3:01:02 The president may appoint ad hoc committees as needed.

3:01:03 The president may call an Executive Officers Meeting, requiring three Executive Officers to constitute a quorum.

3:01:04 At the direction of the president, the Executive Officers shall act on behalf of the GHSC between meetings of the Board of Directors. In addition, specific Board responsibilities and activities may be delegated by the president to the Executive Officers, provided that the activities and affairs of the Association and all corporate powers shall be exercised under the ultimate direction of the entire Board of Directors. When the Executive Officers take action between meetings of the Board of Directors, it shall notify the Board of the action by email within 48 hours, including the vote tally for each action. Actions of the Executive Officers shall be recorded in the Minutes at the next meeting of the Board of Directors.

3:01:05 GHSC business may be conducted by electronic means to the extent permitted by law, except as described in 2:01:03.

3:01:06 Voting. As a 501(c)3 corporation, the GHSC board cannot take official action by email — all voting must be at a properly convened meeting. Discussion and consensus may take place by email but official action requires a formal vote at a properly convened meeting. If there is an urgent matter and action needs to be taken by email there are two exceptions — 1) a vote by email is OK if it is unanimous — that means ALL voting members of the Board of Directors must approve, no abstentions or absences permitted. 2) if the board takes action by email, the decision must be ratified later at a properly convened meeting. [this includes Zoom meetings.]

3:01:07 The Executive Officers shall be comprised of the following Board of Director positions:

A. President

The President shall conduct all meetings of the Board of Directors and other duties as specified in the GHSC Policies and Operating Rules or as directed by the Board of Directors. The President shall also have primary responsibility for GHSC, including agreements with independent contractors and field usage permits.

B. Vice President

The Vice President shall assume any duties assigned by the President or the Board of Directors. The Vice President shall also have primary responsibility for handling complaints and disciplinary issues. The Vice President shall be the chairperson of the Grievance Committee as described in the GHSC Policies and Operating Rules, and will maintain said Policies and Operating Rules

C. Registrar

The Registrar shall be in charge of player and coach registration, player and coach passes, refunds, US Club and NorCal registration.

D. Treasurer

The Treasurer shall give a written monthly report of all moneys expended and deposited in a recognized bank in the name of GHSC. The Treasurer shall also pay all bills in a timely manner, and ensure that all tax filings are done on time. All accounts shall be paid by e-check or paper check. In the case of a paper check of an amount exceeding \$300, said check shall bear two (2) signatures: that of the Treasurer and that of a designee appointed by the president. Said designee must be a current member of the GHSC Board of Directors.

E. Secretary

The Secretary shall secure meeting locations, send out meeting notifications and agendas, keep an accurate record of all meetings, handle all correspondence, ensure that GHSC's non-profit status remains current, maintain the files of GHSC, and at the discretion of the president, may assist with field usage permits.

3:01:08 In addition to the Executive Officers, The Board of Directors will also be comprised of Directors assigned to specific tasks. Directors constitute the following positions

- A. Director of Coaching (DOC) shall be responsible for all soccer programming; recreational and competitive. If the DOC is a compensated independent contractor, they may not vote on matters related to their compensation or other conflict of interest.
- B. Tots-U8 Membership Director will oversee Tots -U8 coach recruitment, team formation and non-soccer programming related issues, e.g. behavioral issues.
- C. U10-U19 Recreational Membership Director will oversee U10-U19 recreational coach recruitment, team formation and non-soccer programming related issues, e.g. behavioral issues.

- D. Competitive Program Membership Director will perform duties as assigned by the Director of Coaching.
- E. Communications Director is responsible for maintaining the website, sending blasts, maintaining the email list, marketing and graphics.
- F. Operations Director is responsible for equipment, uniforms, game field nets/flags, program and event shirts, and overseeing the Game Monitors.
- G. Fundraising Director is responsible for recruiting sponsors, developing and running fundraising events, and picture day
- H. Maintenance Director is responsible for field inspections, managing the mow schedule, field enhancements, field lining and goal upkeep.

4:01:01 GHSC will also have various coordinators (who are not members of the Board of Directors) to assist with the day to day operations of the Club. Coordinators do not have voting privileges and are appointed by the Executive Committee. Please refer to the Policies and Operating Rules for a complete list of Coordinators and their duties.

4:01:02 GHSC's Parliamentary Authority shall be the American Institute of Parliamentarians (AIP) Standard Code of Parliamentary Procedure.