

LINCOLN YOUTH SOCCER BYLAWS

Version 1.1, adopted May 2020

PART I – GENERAL

Bylaw 101. Name

1. This organization shall be known as Lincoln Youth Soccer, hereinafter referred to as the Club. The Club will maintain status as a nonprofit corporation under the laws of the State of Oregon, and shall obtain and maintain tax-exempt status under the Internal Revenue Code of the United States.
2. The Club shall engage in lawful activity, none of which is for profit, pursuant to Chapter 65 of the Oregon Revised Statutes and §501(c)(3) of the Internal Revenue Code.
3. The Club serves the general catchment area of Lincoln High School in Portland, Oregon, including neighborhoods around West Sylvan Middle School and Ainsworth, Chapman, Forest Heights and Skyline Elementary Schools, but membership may be offered in special circumstances to youth players that do not live within those boundaries.

Bylaw 102. Purpose

1. The purposes of the Club shall be to promote, develop, and administer amateur soccer among youth (playing U19 age group and under) residing within the neighborhoods feeding into Lincoln High School, and to teach individual skills, teamwork, sportsmanship and fair play, while fostering a life-long love for the game.

Bylaw 103. Memberships in Other Organizations

1. The Club shall be a member of, and comply with the Bylaws and Policies of, Oregon Youth Soccer Association (OYSA), Portland Youth Soccer Association (PYSA), or similar soccer league entities in which the Club participates. The Club shall also be an affiliate of United States Youth Soccer (USYS), and the United States Soccer Federation (USSF).
2. The Club shall maintain its bylaws and policies in compliance with the bylaws and policies of entities in above Bylaw 103, Section 1. In the event of any conflict between the bylaws and policies of the Club and the bylaws

and policies of the organizations of which it is a member, the provisions of the organizations of which the Club is a member shall take priority.

Bylaw 104. Authority

The governing authority of this Club shall be vested in an elected body known as the Board of Directors (Board), which shall manage all Club affairs.

Bylaw 105. Laws of the Game

FIFA Laws of the Game as modified for youth and small sided games shall apply and be administered by the club and league rules.

Bylaw 106. Fiscal and Seasonal Soccer Year

1. The Club's financial year shall be from May 1st through April 30th.
2. The seasonal soccer year shall extend from September 1st through August 31st of the following year.

Bylaw 107. Rules of Order

1. The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall provide procedural guidelines for the Club in all cases to which they are applicable and in which they are consistent with the Bylaws and any special rules of order the Club may adopt.

Bylaw 108. Dissolution of Club

1. Should the Club be dissolved, all monetary and physical assets remaining after payment of all debts shall be split evenly between the Club's Recreational soccer partners, Forest Heights Soccer Club, Hillside Soccer Club, Skyline Soccer Club and Vista Soccer Club, or to another IRS tax-exempt charitable organization for programs promoting youth soccer in Portland, Oregon, such as Portland Youth Soccer Association (PYSA).
2. Should the club merge with another, all assets shall be transferred to the surviving entity by the end of the fiscal year.

PART II – MEMBERSHIP

Bylaw 201. Equal Opportunity

The Club will not discriminate against any individual on the basis of race, color, religion, age, sex, sexual orientation, gender identity, gender expression, disability, or national origin.

Bylaw 202. Participation

1. Participation is open to any youth soccer players ages 5-18, and to coaches, trainers, managers, administrators and volunteers who are not serving a suspension from participation by OYSA, PYSA or any organization of which it is a member, any of its member clubs, or by any amateur soccer organization in its territory.
2. **Youth Participants** - Are registered players under the age of 19. They shall submit an application to the Registrar in a format prescribed by the Club. An annual or seasonal fee established by, and payable to, the Club shall accompany all applications, with the exception of players on scholarships who must still submit an application. Acceptance by the Club shall constitute approval of the application provided space is available on a team for the player.
3. **Adult Participants**- Are registered adults who are officers, directors, employees, coaches, trainers, managers, and other elected or appointed administrators who work on behalf of the Club. Acceptance of Adult Participants by the Club shall be subject to approval of the application and verification by OYSA and PYSA that the person's risk status is "Approved". The Club may not accept an individual who is restricted or suspended from participation by any sports organization.
4. Every player, coach, assistant coach, team manager, programs administrator, club officer, board member, club employee, and volunteer who acts as an official representative of the Club must be registered with the Club and OYSA or PYSA, and the appropriate fees paid.
5. Both Youth Participants and Adult Participants shall be subject to the bylaws and policies of OYSA, PYSA, or similar soccer league entities, as well as the Club's bylaws and policies, depending on the leagues they are participating in.
6. All Adult Participants must submit to annual background checks in accordance with OYSA and PYSA policies.

Bylaw 203. Membership

The members of the club are the persons who are permitted to vote in elections for the club President and to change the club bylaws.

1. **Adult Members** - Are the registered Adult Participants of the Club.
2. **Parent Members** - Are the parents or legal guardians of the Youth Participants.

3. **Voting by Members** - At the Annual General Membership Meeting and any Special General Membership Meetings, all Adult Members and Parent Members shall be eligible to vote on matters that are brought before the meeting, subject to the following limitations:
 - a. The President, or a designated substitute, shall chair the meeting.
 - b. Parent Members are limited to not more than 2 voting persons per family.
 - c. Each voting person is limited to one vote; regardless of the number of offices that person may hold.

PART III – ORGANIZATION AND BOARD

Bylaw 301. Board of Directors

1. The Board of Directors (Board) shall be the representative governing authority of the Club. The Board will conduct the business of the Club and shall be composed of the elected officers, and other elected directors. The number of directors may be modified from time to time, but the number shall never be fewer than 5.
2. The Board shall be comprised of the officers specified in Bylaw 302. All elected officers and elected directors are eligible to vote on any matter before the Board.
3. A quorum for conducting business at any Board meeting shall consist of 60% of the voting members of the Board, but in no case shall a quorum be fewer than 3 board members. The affirmative vote of a majority of all eligible voting members of the Board shall be required to adopt or amend Club policies.
4. Appointed coordinators and other *ex officio* members of the Board may attend meetings, participate in discussions, and provide advice to the Board but shall not have voting privileges at Board meetings.
5. Directors of the corporation shall not receive compensation for their Board services but may be reimbursed for the actual out of pocket expenses they incur related to Board service.

Bylaw 302. Club Officers and Duties

The club shall have the following officers, elected by the members of the Club:

1. **President:** The President shall supervise all activities of the Club and Board. The President shall be the presiding Officer at all Club meetings.

The President shall appoint committees as needed or when charged to do so by a majority of the elected officers.

The club shall have the following officers, appointed by the Board:

2. **Secretary:** The Secretary shall keep and publish an accurate record of all meetings, maintain the files of the Club and be responsible for the preparation of the annual report, and be a voting member of the Board.
3. **Treasurer:** The Treasurer shall be in charge of the financial affairs and activities of the Club, shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by the Club, all assets owned or controlled by the Club and all debts owed by the Club. The Treasurer shall maintain a checking account(s) with signature authority vested in no fewer than three (3) Club officers with dual signatures required for any expenditure in excess of \$10,000.00. The Treasurer shall disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the AGM, and shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed. The Treasurer shall prepare, or cause to be prepared, all documents required to allow the Club to maintain its tax exempt status under the Internal Revenue Code and the laws of the State of Oregon.
4. **Membership Director:** The Membership Director shall be responsible for overseeing the activities of the Registrar for all levels of soccer within the Club and the annual LYS process of placement for Developmental and Competitive teams. The Membership Director may gain approval from the Board to appoint assistant registrars to help in performing the Registrar's duties.
5. **Coaching Development Director:** In partnership with the Director of Coaching, coordinate the recruitment and selection of mentor coaches, subject to approval by the Board. The Coaching Development Director will also coordinate with the Director of Coaching and any mentor coaches to plan and execute coach training and to raise the level of coaching within the club. They will also coordinate with the Registrar on the assignment of coaches to teams and to ensure that each age group has the appropriate team of coaches to run effectively and deliver a great experience to the players and parents.
6. **Fields and Facilities Director:** The Fields and Facilities Director shall be responsible for the acquisition and distribution of field time for practices

and games to the Club's teams. They will also be involved in any discussions about facilities that will be rented, leased or purchased, and the potential impact on field access over time.

7. **Equipment Director:** The Equipment Director shall be responsible for equipment selection and purchase, in agreement with Club officials. The Equipment Director shall oversee the distribution of Club equipment to teams, and also the collection and safekeeping of such as the end of the season, as needed. They will also be responsible for the selection of Club jerseys, and managing the relationship with the necessary retail or wholesale outlets to acquire the necessary range of equipment.
8. **Recreational Director:** The Recreational Director shall be responsible for overseeing the Club's Recreational program, and interacting with the Club's associated Recreational partners- Forest Heights, Hillside, Skyline and Vista Soccer Clubs.
9. **Technology and Systems Director:** The Technology and Systems Director shall be responsible for the Club's website and registration software, and any other physical or digital technology required in the effective operation of the Club.

Board members may take on the responsibilities of more than one board position or of the ex-officio members, but will only retain one vote. Additional board members may be added in an At-Large capacity at the discretion of the Board. The ideal number on the Board of Directors is between 7 to 9 members, but that number may be higher or lower, depending on the needs of the club.

Bylaw 303. *Ex-officio* Members of the Board

If these positions are filled, then they can attend board meetings but Ex-officio Member of the Board shall not, however, be entitled to vote on issues before the Board and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting:

1. **Executive Director:** The Board may appoint an Executive Director who shall be responsible for the day-to-day operation of the Club, and is the primary liaison with teams, coaches, and parents. The Executive Director will be the point person on any coach, parent or player disciplinary issues, and will interact with OYSA and PYSA in such matters. Please refer to the detailed job description of the position for additional responsibilities.
2. **Director of Coaching:** The Board may appoint a Director of Coaching to manage the Club's coaches. If appointed, the Director of Coaching shall

attend regular meetings of the Board and shall advise the Board on all issues relating to player and coach development. The Director of Coaching shall not be a voting member of the Board. The Director of Coaching shall be responsible for establishing a program of player and coach development and will be responsible for the following functions:

- a. Develop and carry out a Coach Development Program including scheduling and/or providing coaching clinics, conducting meetings for the coaches, setting policy and providing training related to acceptable behavior and other activities as appropriate to facilitate the training of the coaches and the players.
 - b. Communicate information on programs to coaches information, Club policies and general information relating to Club activities and team organization.
 - c. In partnership with the Coaching Development Chair, coordinate the recruitment and selection of mentor coaches, subject to approval by the Board.
 - d. Coordinate with the Registrar and Coaching Development Chair on the assignment of coaches to teams.
 - e. In partnership with the Coaching Development Chair, report to the Board on all matters relating to coaching.
3. **Registrar:** The Board may appoint a Registrar who shall be responsible for registering all accepted applicants within the Club, and registering those individuals with Oregon Youth Soccer. The Registrar shall certify birth dates as necessary and accept required forms and fees from Club participants. All fees shall be given to the Treasurer for deposit. The Registrar shall not be a voting member of the Board.
4. **Recreational Club Liaisons:** The Recreational Club Liaisons represent the Club's four Recreational Clubs- Forest Heights, Hillside, Skyline and Vista Soccer Clubs. They will participate in board meetings, provide opinions on issues that impact them, and advocate for their clubs. The Recreational Club Liaisons shall not be voting members of the Board.

Other positions may be created, appointed or filled through hiring, at the discretion of the Board, as the needs of the organization dictate.

Bylaw 304. Appointed Coordinators

The Board may appoint coordinators to manage the programs that the Club provides. Appointed Coordinators shall serve for the seasonal year in which they are appointed, unless another term is set by the Board upon appointment. Appointed coordinators serve at the pleasure of the Board and may be removed

by a majority vote of the Board at any Board meeting. Appointed Coordinators shall attend regular Board meetings, shall advise the Board on all matters pertaining to the programs under their jurisdiction, and may participate in Board discussions. Appointed Coordinators shall not, however, be entitled to vote on issues before the Board and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting.

Bylaw 305. Election of Officers and Directors.

1. The President of the Club will be elected by the majority of Parent Members who have players registered, and in good standing, at the Club for the current participating league playing season, and who are present and voting at the Annual General Meeting. A slate of nominees will be approved by the Board from a pool of applicants. The slate will be closed seven days prior to the Annual General Meeting.
 - a. If a vote does not occur the current President remains in the position until a successor is voted in.
 - b. In the event the President becomes unable to fulfill responsibilities (i.e. due to disability, death, or other unforeseen circumstances) the position will be filled on an interim basis by the Secretary and if unfilled, the Membership Chair, until an official vote can be taken.
2. A majority of the votes cast in a specific contest shall be required to elect the President to the Board.
 - a. If there are more than 2 candidates for President and no candidate receives a majority of the votes cast, the candidate with the fewest votes shall be eliminated and another round of ballots shall be cast.
 - b. Voting shall continue until a candidate receives a majority of the votes cast.
3. Any Board position that becomes vacant at the end of a term or becomes vacant between terms may be filled by a candidate recommended by the President or another Director to the remaining board of directors and approved by a majority vote.
4. The term of office shall be no more than 3 calendar years, beginning immediately after the AGM has been adjourned. An officer of the Board of Directors may serve an indefinite number of terms.

Bylaw 306. Removal of Officers or Directors

1. A Board member may be suspended or removed from office for failure to meet responsibilities, or otherwise acting in a manner detrimental to the interests of the Club.

- a. Appointed Coordinators may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting.
 - b. Ex officio members of the Board may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting unless the terms of an applicable employment agreement provides for a different method of terminating the employment relationship.
 - c. Elected members of the Board may only be removed from office under this section following a disciplinary hearing held in accordance with the procedures of the applicable league procedural manual and Section 2 of this Bylaw 307.
2. If the Board receives a complaint regarding the conduct of an elected Officer or other Board member or otherwise becomes aware of allegations of misconduct regarding a Board member,
 - a. The President shall appoint an impartial committee of fact-finders to review allegations within 15 days.
 - b. The committee shall conduct a hearing in accordance with the procedures outlined in the applicable OYSA or PYSA procedural manual.
 - c. The committee will present a report on the findings of the hearing to the Board within 30 days following appointment.
 - d. If the committee's report recommends removal from office, the Board shall vote whether to remove the elected director. The Board will call for a special meeting of the board members, shall set the time and place for the meeting and shall send notice of the meeting to all board members of the club.
 - i. The notice shall be sent at least 7 days prior to the date of the scheduled meeting.
 - ii. The notice shall state the date, time, and place of the meeting and shall also state that the purpose of the meeting is to consider the removal of the named officer or director from the Board.
 - e. The vote of a majority of the board members present at the special meeting shall be sufficient to remove a person from office.
3. If an elected office is made vacant by the removal of a person from the Board in accordance with either Section 1 or Section 2, above, the vacant office shall be filled as described in Bylaw 307.

4. Any Board member who is barred from participation in current soccer leagues or its member clubs as a result of a risk management decision of the Risk Management Coordinator shall not participate in any activity on the Board during the period of ineligibility. If the banned individual does not resign, the Board shall either remove the non-elected Board member or shall call for a special meeting of the members to remove the person from office in accordance with Section 2 D and E, above.

Bylaw 307. Committees

1. The Board may create committees for the purposes established by the Board. The duration of such *ad hoc* committees shall be established by the Board. The Board may adopt policies that specify details of committee formation, staffing, and reporting to the Board.

PART IV – MEETINGS

Bylaw 401. Board of Directors Meetings

1. Regular Board Meetings shall be held quarterly at the time and place designated by the Board. The Board shall publicize to all club members the time and location of regular Board meetings.
2. Special Board Meetings shall be held at a time and place specified by the President, or by a majority vote of the Board. Special meetings may be called upon a minimum of 2 days notice to board members.
3. The President shall set the order of business for all Board Meetings.
4. A quorum for the board meeting shall be 60% of the voting members of the board.
5. Any action required by law to be taken at a meeting of the board, or any action which may be taken at a board meeting, may be taken without a meeting if a unanimous consent in writing, setting forth the action to be taken or so taken, is approved by all of the Directors. Approval via an email written by the Board member is acceptable.

Bylaw 402. General Membership Meeting

1. The Annual General Membership Meeting (AGM) shall normally be held between January 1st and May 31st of each year. At this meeting election of the President will occur, as needed. Voting shall be by the eligible voters as specified in Bylaw 203, Section 3.

2. Special Membership Meetings may be scheduled or called by a majority vote of the Board.
3. The Board must provide not less than 7 days notice to eligible voting members prior to any membership meeting.
4. The Board shall set the order of business for General Membership Meetings. Bylaw revisions shall be submitted to the eligible voting members as provided in Bylaw 801, Section 2.
5. A quorum for action at a membership meeting shall consist of the eligible voting members present at the meeting. A majority vote of those eligible members present at any membership meeting shall be required for approval of any issue brought to a vote at such meeting

PART V - ADMINISTRATION

Bylaw 501. Policies

1. The Board may adopt policies to govern the operations of the Club at any Board meeting. A majority of votes of all eligible voting members of the Board is required to adopt, repeal, or amend a policy.
2. Once adopted, a policy will govern the operations of the Club until amended or repealed.
3. The Board shall make appropriate provisions to inform its members of Club policies.

Bylaw 502. Financial Policies

1. The Board shall adopt financial control policies that provide details for the handling of the club's financial affairs. Such policies shall be reviewed annually and modified as required by the club's auditors.
2. The Board shall establish a budget for each year prior to the beginning of the new fiscal year.
3. The Board shall cause an annual review of financial statements by an independent source.
4. The Board shall cause tax reports to be prepared and submitted to the IRS in accordance with IRS rules for non-profit and tax exempt organizations.
5. The Treasurer shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed.

PART VI – GRIEVANCE, PROTEST, AND APPEALS

Bylaw 601. Complaints

1. The Club and its Board of Directors shall follow procedures for handling complaints in accordance with the principles of due process.
2. Submission of a complaint shall be in writing and shall indicate the specific charges or alleged violation, and resolution desired.
3. All club procedures shall comply with policies and procedural manuals of OYSA, PYSA or similar league in which the Club participates.
4. The Board shall adopt policies that specify any additional procedures not provided in applicable league manuals, including any fees that will apply to initiating claims with the Club.

Bylaw 602. Hearing Procedures

1. Hearings will be conducted in accordance with the rules of the applicable league procedural manual.
2. The Board will adopt policies as needed to supplement applicable league manuals.
3. Grievances will be heard by the Board as scheduled by the President. Procedures for conducting the hearing will be set by the Board based upon the nature of the issues presented in the Grievance.

Bylaw 603. Hearing Procedures - Sponsored Competition

1. The Board shall approve Rules of Competition for any tournaments or leagues sponsored by the Club.
2. Copies of the Rules will be distributed to participating teams when they register for the event.
3. Any protests or complaints arising from the sponsored event will be heard by the event director (or designee) in accordance with the Rules. The Rules will provide for a final decision on any complaint or protest before the next scheduled match of the affected parties.
4. The decision of the event director shall be final and shall be verified in writing and retained in the club records.
5. Complaints of referee abuse or assault will be promptly forwarded to the appropriate governing body for referee complaints.
6. The event director shall submit a complaint to the Club regarding the conduct of any Club member participating in the event if the event director believes that the conduct that is the basis of the complaint merits disciplinary action greater than a ban from participation in the current

event session. Referrals from the event director will be handled as a misconduct complaint in the manner specified in the applicable league manual.

Bylaw 604. Appeals Process

1. Appeals of the results from any hearing conducted by the Club must be submitted to the appropriate governing body as required by the applicable league procedural manual. There shall be no appeals of Club hearing decisions heard by the Club.
2. The decisions or sanctions imposed shall remain in effect until the time limit of the sanction has expired, or the decision is overturned by an appeal.

PART VII - RISK MANAGEMENT

Bylaw 701. Risk Management Policy

1. The Club will comply with the provisions of the league Risk Management Policy and the league Risk Management Manual.
2. The President shall be the Club's Risk Management Coordinator, or the President may appoint another member of the Board to serve as the Club's Risk Management Coordinator.
3. The President shall have authority to enter into a Conditional Approval Agreement with the league Risk Management Coordinator only upon approval of the Board.
4. The President will consult with the league Risk Management Coordinator regarding any concerns about the criminal history of any person who is, or has applied to become a registered Adult Participant in the Club.
5. The President shall promptly notify the league Risk Management Coordinator upon learning that any Adult Participant in the club has been formally charged with, or has been convicted of, a crime.
6. The Board may adopt a risk management policy that provides guidance to the club regarding the suitability of accepting a person to be a club Administrator. Any such policy shall not allow acceptance of a person who is disqualified by a participating league, but it may provide for the disqualification of a person who has been Approved by such leagues.

PART VIII – AMENDMENTS

Bylaw 801. Bylaw Changes and Amendments

1. Changes or amendments to these bylaws may be adopted at any General Membership Meeting upon two-thirds (2/3) majority vote of the accredited voting members present. Each eligible person may only cast one vote, regardless of the number of offices held.
2. A proposed change or amendment must be submitted in writing to the President or Secretary of the Club not later than thirty (30) days before the General Membership Meeting. Such changes shall be transmitted to Board Members and eligible voting members of the Club not later than fifteen (15) days prior to said meeting.

Bylaw 802. Provisional Bylaw Changes

1. The Board, by a two-thirds (2/3) majority vote, may create temporary bylaw changes for governing specific cases or occasions not provided for in the Bylaws, but which may be necessary for the Club to meet required objectives. Provisional changes so adopted will be submitted to the membership in accordance with Bylaw 801 as a proposed Bylaw amendment at the next General Membership Meeting.

Bylaw 803. Severability and Precedence

1. Any section of these bylaws considered to be in violation of applicable laws shall not affect the remaining sections that are in compliance with those laws.
2. The bylaws and policies of the organizations of which the Club is a member shall take precedence over these bylaws, if applicable. The Board may submit an amendment to these Club bylaws at the Club's next General Membership Meeting to eliminate the cause of any conflict.