BYLAWS OF THE GERMANTOWN SOCCER CLUB

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Article 1 Club Introduction

1.1 Mission Statement

The mission of the Germantown Soccer Club (herby known as "GSC" or the "Club") is to develop the physical, mental, and emotional growth and fitness of the community's youth through the sport of soccer at all levels of age and competition. Our mission is accomplished through encouragement and education of players and their coaches and parents in the following respects:

1) To provide each player with the opportunities to improve individual soccer skills.
2) To encourage players to give their best.
3) To emphasize family participation.
4) To stress soccer as a team sport.
5) To demand and expect good sportsmanship by all players, coaches, & spectators.
6) To instill the knowledge and enjoyment of the game of soccer.

1.2 Affiliations

The GSC is a volunteer, not for profit organization and shall be affiliated with the Milwaukee Kickers Soccer Club (MKSC), the Wisconsin Youth Soccer Association (WYSA), the Wisconsin Soccer Association, the United States Soccer Association, the United States Soccer Federation, and the Federation Internationale de Football (FIFA).

1.3 Code of Conduct

In keeping with the philosophy set forth by the GSC Mission Statement, the following Code of Conduct has been adopted to better promote fairness, teamwork, good citizenship, sportsmanship, responsibility, and respect among the members of Germantown Soccer Club. Players will learn these values by the examples they see from those around them, and to this end, the following rules will be strictly enforced:

Verbal abuse of an official, coach, player, or spectator, including obscene gestures, will not be tolerated. The offender may be removed from the field at the discretion of a referee or GSC board member. Soccer is a game of interpretations, and as a result, disputes will occur from time to time. However, it is important that players learn respect. All disputes that are taken up with the referee will be handled in a civil manner. Only coaches may initiate such discussions with a referee. The coach(es) will conduct themselves with decorum and once the referee has made his/her final ruling, the coach(es) will make no further field protest. Off-field protests may be lodged with the Board of Directors per league policy. Coaches will refrain from complaining about

perceived bad calls to players and fans. All discussions will be held in conversational tones. Under no circumstances will a coach, fan, or player yell at a referee, coach, fan, or player. The lone exception to this rule is when a coach or player shouts to another coach or teammate during the course of a play as part of that play. Profanity is expressly forbidden at all times. Alcoholic beverages and the use of illicit drugs are prohibited at all GSC activities.

The use of tobacco products on the GSC fields is prohibited.

Field Ejections: Anyone ejected from the GSC playing, coaching, or fan areas must leave immediately. At an absolute minimum this is defined as the immediate parking area.

Any infraction of the Code of Conduct will result in a written report being drafted and delivered by the referee in charge to the Director of Referees for consideration of further action, as appropriate. Any and all field ejections are required to be reported by the referee in charge to the Board of Directors within two days. All ejections are required to be reviewed no later than the next scheduled Board Meeting.

Physical Abuse - Physical abuse of an official, coach, player, or spectator will result in **immediate** expulsion from the GSC fields at the direction of a referee. Anyone expelled for this reason may not return to the GSC fields or participate in any GSC activity until the GSC Board of Directors approves.

Any parent, coach, fan, player, or referee who has been suspended or banned from league activities may petition, in writing, to the Board of Directors for a review of the penalty. The petition should be delivered to the league president, and the Board of Directors will meet as soon as reasonably possible to consider the petition. The aggrieved parties will have the opportunity at the meeting to present their appeal.

Germantown Soccer Club strongly encourages the following: Applaud effort on the field, regardless of the score. Remember that the league exists for the players to learn and to have fun. Even though soccer is competitive in nature, winning is of secondary performance. Parents should be supportive of coaches. The coaches are volunteers giving of their time in order to coach. Parents should be a positive role model that fosters respect of the coaches among the players. Concerns about a player's role on a team should be expressed to the coach(es) in a private setting, never in public.

It should be also noted that referees are "in training" as well as the players. Coaches and parents should bear in mind that most of our referees are youngsters learning the skills of umpiring. All referees will make mistakes occasionally, but coaches and parents are expected to accord the referees with the respect their position within the game deserves. Booing, taunting, refusing

to shake another coach's and/or player's hands after a game, or ridiculing another player is **NEVER** acceptable behavior. Teach players that they have a responsibility to learn and to try their best. Effort leads to achievement and respect. All children, regardless of race, creed, sex, or talent, will have an opportunity to play soccer and to learn the importance of being a part of a team.

Article 2 Board of Directors

2.1 Numbers & General Powers

1) The business and affairs of the GSC shall be managed by a Board of Directors which shall exercise all of the powers of the Club except such as are by law. Such Board shall be comprised of at least eleven Directors, of which all shall be nominated by and from the membership of the Club and elected by the current Board of Directors.
2) Compensation & Expenses: Directors shall serve without compensation, except for reimbursement of reasonable expenses incurred for the benefit and interests of the Club, as approved and authorized by the Board of Directors.
3) The Board of Directors shall:
    I. Transact necessary business during normally scheduled Board meetings, or supplemental meetings called by the Club Director in order to complete the required business of the club.
    II. Approve, assign, and monitor committees to conduct Club business.
    III. Interpret, enforce, and amend Club Bylaws while developing and implementing Club policies.
    IV. Act as disciplinary entity in the event of a violation to the GSC Code of Conduct.
    V. In conjunction with the MKSC & WYSA, implement and enforce league & state rules and bylaws.
    VI. Authorize and control all payments and credits from Club banking accounts.
    VII. Review, investigate, and vote upon all coaching nominations and placements for all GSC teams.
    VIII. Establish and communicate required annual Club membership dues.
4) Additional Powers of the Board of Directors: The Board of Directors shall have the power to make, amend, adopt, abolish, and promulgate such policies, rules, contracts, security and other types of deposits, payments or charges, consistent with law or the Club's Bylaws, as it may deem advisable for the proper management, administration and regulation of the business and affairs of the Club.

2.2 Nominations

Any member of the Club in good standing who desires to be elected to the Board of Directors may be nominated by any other Club member in good standing. Such nominations shall be filed with the Secretary not less than 30 days prior to the election of the members.

2.3 Election

Election of Board Directors shall occur at such time needed to fill a vacancy made by expiration of Term in Office, by resignation, or termination. Appointment of Board Members requires quorum vote of attending Board Members.

2.4 Terms of Office

The term of office for each Director shall be two (2) years or until his or her successor shall have been qualified and elected. Directors may seek election for an unlimited number of successive terms.

2.5 Limitation on Holding Multiple Positions

The Club Director cannot hold any other position during his or her Term in Office. In the case of vacant Director positions as listed in Section 2.8, other Directors may hold interim positions for no more than three (3) months at which time another Director shall assume the duties of the vacant position or another member is nominated and elected to hold the vacant position.

2.6 Quorum

Seven Board Members are required to form a quorum for motioning and voting on Club business.

2.7 Motions & Voting

1) The privilege of making motions and voting at the scheduled Club Board Meetings, supplemental, or special meetings shall be limited to the Board of Directors.
2) Items voted upon will be approved with a simple majority vote of the quorum present at the time of the vote.
3) In event no quorum present email vote is allowed if performed within fourteen days of last Board Meeting. The informational email must list Board Members present at meeting and be sent out within three days of Board Meeting. Email voting must include all Board Members originally present at meeting and include any members required to create a quorum.

4) Board Members may vote by proxy if the topic is known prior to scheduled Board Meeting. Votes of this type can only be made with a reprinted email from voting Member which explains explicitly the topic on which vote is to be made and stance the Member takes on said topic.
5) The Regional Director will cast a tie-breaker vote in the event of a tie amongst the Board.

2.8 Duties and Responsibilities of the Officers of the Board

2.8.1 Regional Director

1) Be a voting member of the Board.
2) Oversee all Club operations and functions.
3) Preside and facilitate all GSC Board Meetings.
4) Attend all MKSC Regional Director Meetings.
5) Act as official liaison for the Club.
6) Publish and distribute Board Meeting agenda a minimum seven days prior to scheduled meetings.
7) Coordinate and distribute all necessary information to the GSC coaches at the yearly coaches meeting. This includes GSC as well as MKSC information.

2.8.2 Vice President

1) Be a voting member of the Board.
2) Assist the Regional Director and, when necessary, perform required duties in his/her absence.
3) Be the chairperson of a Disciplinary Committee and be responsible for enforcing all disciplinary actions.
4) Assist other board members and committee directors when appropriate.

2.8.3 Registrar

1) Be a voting member of the Board.
2) Coordinate and maintain Club registration.
3) Coordinate with the League Registrar.
4) Maintain an accurate record of all registered players.
5) Assist the Regional, Recreational, Select, and Coaching Directors in the formation of teams.

2.8.4 Secretary

1) Be a voting member of the Board.
2) Keep an accurate record of all meetings.
3) Prepare and distribute official meeting minutes to the Board members within two weeks of the last Board Meeting.
4) Conduct all necessary Club correspondence.
5) Maintain a calendar of all Club & League events.

6) Act as custodian for all Club official books, with the exception of those under the direction of the Registrar, Treasurer, and Director of Business Development.
7) Work with Regional Director to prepare agendas for all meetings.

2.8.5 Treasurer

1) Be a voting member of the Board.
2) Record, receive & distribute all monetary funds for the Club.
3) Keep an accurate record of club transactions sufficient to establish items of gross receipts and disbursements.
4) Present a Statement of Account at least twice a year or as requested by the Board of Directors.
5) Ensures that the Board authorizes all funds disbursed by the Club.
6) Be an authorized signer on all Club accounts.
7) Record and reimburse any costs incurred to Club Board Members for approved Club business.

2.8.6 Director of Fields

1) Be a voting member of the Board.
2) Coordinate with MKSC, Germantown Park & Recreation Department, & Germantown School District as necessary to ensure all fields are in good playing condition.
3) Work with the Director of Volunteers to assign and manage work crews as necessary to provide field maintenance as approved by the Board of Directors.
4) Ensure all goals and nets are in proper condition for soccer play as well as fields lined and properly prepared for scheduled club use.
5) Plan and procure required supplies to maintain fields and field equipment.
6) Obtain required permission and permitting for the use of all practice & game fields.
7) Provide field condition/recommendation report to Regional Director during inclement weather.

2.8.7 Director of Referees

1) Be a voting member of the Board.
2) Ensure that referees are appropriately assigned for all GSC sanctioned games.
3) Act as liaison between referees and coaches in all matters, including communication with coaches in the event referees not available for scheduled games.
4) Act as liaison with other League Referee Coordinators and the MKSC.
5) Recruit and assist in training all referees.
6) Organize all club referee functions and activities.
7) Coordinate attendance of referees at league referee clinics.
8) Receive game reports from referees and communicate field ejections and any violations of the Code of Conduct to the Vice President.

9) Liaison with Treasurer to ensure timely referee payments.

2.8.8 Director of Coaching

1) Be a voting member of the Board.
2) Have a minimum USSF "D" Coaching license or equivalent.
3) Recruit, confirm, and be the primary communicator to all GSC coaches.
4) Act as liaison to all other League Coaching Coordinators and Directors including the Milwaukee Kickers Soccer Club Director of Coaching.
5) Provide, recommend, and communicate coaches training and clinics to the Board and all coaches.
6) Organize all Club coaching functions and activities.
7) Work with Registrar to ensure accurate and complete record of coaches and assistant coaches is maintained.
8) Act as liaison with all parent Members and attend team/parent meetings when appropriate.
9) Be responsible for the education of all coaches & players within the Membership of the Club.
10) Review all coaching applicants with the Select & Recreational League Directors and present to the Board of Directors for motioning, voting, & appointment of all Club Coaches.

2.8.9 Director of Uniforms & Team Equipment

1) Be a voting member of the Board.
2) Keep an accurate record of all club equipment and uniforms including First Aid Kits and team field flags.
3) Control, order, & distribute all uniforms to coaches including any Club t-shirts not of normal uniform.
4) Work with Registrar to coordinate the purchase and distribution of all uniforms and equipment.
5) Control and maintain all Club equipment as well as record keeping with regards to lending of Club owned equipment.

2.8.10 Director of Business Development

1) Be a voting member of the Board.
2) Work with Board in the promotion and proliferation of the Club.
3) Work with Germantown businesses and Chamber of Commerce to develop relationships to ensure future success of the Club.
4) Act as liaison with community schools for promotion of the Club.
5) Work with Director of Fund Raising & Volunteers to promote the Club throughout the Germantown community.
6) Responsible for monitoring the business activities of any vendor hired by the Club.

2.8.11 Director of Fund Raising & Volunteers

1) Be a voting member of the Board.
2) Recruit, assign, & control all family volunteers fulfilling required commitment as active members in the GSC.

3) Act as liaison with Board Directors in providing and assigning volunteers as necessary.
4) Work with Registrar to ensure accurate and complete record of volunteering is maintained.
5) Responsible for concessions management, including inventory, procurement, administration, and scheduling volunteers for manning of stand(s).
6) Responsible for coordination of all Special Events held within the Club.

2.8.12 Director of Policies & Procedures

1) Be a voting member of the Board.
2) Ensure all Board Members and Club Members are acting within and under the guidelines as set for in the Bylaws of the Germantown Soccer Club.
3) Control and maintain the Bylaws of the Club, amend as directed and approved by the Board.
4) Liaison and permanent member of any required Disciplinary Committee.
5) Maintain all current and past versions of the Bylaws.

2.8.13 Director of Select League

1) Be a voting member of the Board.
2) Assist and support the Registrar and Director of Coaching in forming an aligning the Select Soccer League teams to ensure fair, impartial, and balanced distribution of playing talent.
3) Liaison with Coaching Director in the communication with recruitment, nomination, and training of all Select Coaches.

2.8.14 Director of Recreational League

1) Be a voting member of the Board.
2) Liaison with Coaching Director in the communication with, recruitment, nomination, and training of all Recreational Coaches.
3) Assist and support the Registrar and Director of Coaching in forming an aligning the Recreational Soccer League teams to ensure fair, impartial, and balanced distribution of playing talent.
4) Work with Directors of Coaching and Select League to sustain the Recreational Program by ensuring a smooth transition of members from the U10 to U11 level.

2.8.15 At Large Board Member

1) Be a voting member of the Board.
2) Responsible for general advisement to the Board and the Club.
3) There will be only one At Large Board Member at any given time.

2.9 Succession

2.9.1 Absence of the Regional Director

In the event of absence of the Regional Director and/or other officers at scheduled meetings of the organization, the Board Members present will select a temporary meeting chair.

2.9.2 Board Member Vacancy

Upon the resignation of any officer of the organization, the Club Director or the next presiding officer shall call a meeting of the Board of Directors for the purpose of nominating a successor to the position.

2.9.3 Regional Director Vacancy

In the event the position of Regional Director is vacant, the order of succession shall be as follows: Vice President, Secretary, Treasurer.

2.10 Committees

The Board of Directors will establish committees and appoint chairpersons as needed.

2.11 Removal of Directors

The Board of Directors may remove an Officer of the Board by a majority vote with a quorum present. The Regional Director will cast a tie-breaker vote in the event of a tie amongst the Board.

Article 3 Membership

3.1 Qualification

Every coach, manager, player, parent/legal guardian of a player participating on a GSC team, and any active volunteer who participates directly in the work of the Club, shall be a "Club Member" in the GSC roster year in which they participate.

3.2 Annual Membership, Dues, & Fees

3.2.1 Commencement of Membership

Membership in the Club will become effective with the payment of required annual registration & membership fee and the submission of the required registration forms to the Registrar.

3.2.2 Duration of Membership

Membership in the Club will remain in effect until the ends of the organized GSC playing season.

3.2.3 Required Membership Dues

The annual dues for membership in the Club shall be established by the Milwaukee Kickers Soccer Club & the Board of Directors before the Club's annual registration drive.

3.3 Member Registration

Member registration is completed through the Milwaukee Kickers Soccer Club website. Alternate registration methods can be accomplished by contacting the Club Registrar.

3.4 Team Registration

Requests for formation of new teams shall be submitted in writing to the Regional Director no later than two weeks prior to the next scheduled Board Meeting. Representation of new team will be required to present plan to the Board. Requests made two weeks or less in advance to next scheduled Board Meeting may not be discussed until second scheduled meeting after request is made.

3.5 Coach Registration & Selection

3.5.1 New or Change of Coach Requests

Requests for new coaches and/or coaching changes must be submitted to the Director of Coaches no later than two weeks prior to the next scheduled Board Meeting. This bylaw is required for paid and volunteer coaches.

3.5.2 Coach Review

The Director of Coaches is responsible for reviewing the coach applications and submitting to the Board for discussion and voting.

3.5.3 Coach Selection

Majority vote of Board of Directors is required for appointment and placement of all coaches in the GSC.

3.5.4 Coaching Requirements

All coaches in the GSC must meet the requirements of the Wisconsin Youth Soccer Association.

3.6 Volunteer Requirements for Member Families

GSC is a volunteer organization from the Germantown community. To that end, all member families are required to fulfill a minimum number of hours as designated by the Board for each membership year. The option exists for members to "buy out" their volunteering requirement(s). All options and requirements will be presented to the parent/guardian at the time of registration.

3.7 Withdraw of Membership

If a child or children withdraw(s) from participation on a Club team, membership shall automatically and immediately terminate. Refunds of dues and fees shall be reimbursed based on current MKSC guidelines.

3.8 Termination of Membership

The Board of Directors may, by a majority vote, terminate the membership of any member who has not paid membership dues or fulfilled volunteer obligation.

The Board of Directors may, by a majority vote, terminate the membership of any member who has violated the Code of Conduct. Such terminations can only occur upon a motion made by Disciplinary Committee. The Board of Directors will be ultimate arbiter on whether membership dues will be refunded for terminations based Code of Conduct violations.

3.9 Uniforms

Team uniforms shall be required to follow current Board directed guidelines. Recreation league uniforms shall be guided by the Milwaukee Kickers Soccer Club and approved by the Board of Directors. Alternate jerseys shall be provided by the team.

Select League uniforms are mandated by the Club Board as communicated to Club members.

Any exceptions, changes, or additions to this policy shall only occur after approval of the Board of Directors. Examples are patches, embroideries, & advertisements.

Article 4 Fiscal Year

The fiscal year of the GSC shall begin on the first day of August of each year and end on the 31st of July in the same year.

Article 5 Meetings

5.1 Board Meetings

The Board of Directors will meet regularly throughout the fiscal year and almost always occur on a monthly basis. All GSC members are welcome to attend any and all Board Meetings.

Additional meetings may be held at the discretion of the Regional Director and/or Board of Directors as necessary.

5.2 Coach/Team Meetings

At a minimum, there will be one Coach Meeting prior to each season for distribution of any and all pertinent league information. The Regional Director and Director of Coaching are responsible for scheduling and communicating information about and at this meeting.

Additional meetings may be held at the discretion of the Regional Director, Director of Coaching, and/or Board of Directors as necessary.

5.3 Annual Meeting

The Regional Director is required to schedule an Annual Meeting for the entire Club membership between January 1st and April 30th.

5.4 Meeting Agendas

Agendas for any/all scheduled meetings are required to have agendas posted or distributed by responsible meeting organizer at least seven days prior to scheduled meeting.

Article 6 Amendments

6.1 Bylaw Amendments

These Bylaws may be amended only at first meeting of the fiscal year by a majority vote of the Board Members present. Final votes on Bylaw Amendments can only be recorded after all current and active Board Members have been presented proposed amendment(s) and had at least two weeks to review and discuss.

The cover sheet of the Bylaws shall include dates of Bylaw conception as well as every subsequent revision date.

6.2 Bylaw Retention

Record of Revisions shall be stored in current Bylaws in Appendix A.

6.3 Implied Amendment

In the event action need be taken by the Board of Directors which is inconsistent with these Bylaws, an Implied Amendment is allowed and shall be given the same authority as though the Bylaws have been suspended or amended to permit the action.

A super majority of current Board Members is required for passage of an Implied Amendment.

An Implied Amendment has an expiration date of one year from passage and must be converted to permanent amendment prior to expiration if required to continue.

Implied Amendments can not be extended past their expiration date.

Any passed Implied Amendments shall be stored permanently as Appendix B of these Bylaws.

Article 7 Use of Name

No member may take action of any kind or sign any contract, petition, or partisan material in the name of the Club, or as an officer, without the expressed written permission of the Board of Directors.

Article 8 Rules

8.1 Rules

Robert's Rule of Order, Newly Revised, will govern this organization in all points not provided herein.

8.2 Disclaimer

Any and all subjects not covered in these Bylaws defer to the Restated By-Laws of the Milwaukee Kickers Soccer Club, Inc.