

CONSTITUTION AND BY-LAWS
OF THE
MEDFORD YOUTH SOCCER, INC. d/b/a
MEDFORD SOCCER

(As amended November 19, 2012)

ARTICLE I

NAME

The name of this organization shall be Medford Youth Soccer, Inc. d/b/a Medford Soccer (the "Organization"), which is affiliated with the US Youth Soccer Association (USYSA); the Mass Youth Soccer Association (MAYSA); and the Middlesex Youth Soccer League (MYSL), (combined, the USYSA, MAYSA, MYSL, shall be considered the "League").

ARTICLE II

OBJECT

The purpose of this organization shall be:

- a) To promote and enhance the game of soccer for the youth in the Medford area. To provide the operational framework for the playing of youth soccer games between the teams of the Organization. Also to provide travel teams whom will be affiliated with a state affiliated organization in which games will be played against other travel teams in other towns affiliated with the League.
- b) The philosophy of the Organization is to provide the opportunity and training for boys and girls to learn the game of soccer through the development of individual skills, fitness, teamwork, and fair play. In this spirit, all teams, coaches, managers and players shall conduct themselves in a sportsmanlike manner and shall cooperate fully with the letter and in the spirit of this Constitution and by-laws to this Constitution (By-Laws) and the Rules of this Organization.

ARTICLE III

MEMBERSHIP

SECTION I: MEMBERS

The Organization shall consist of members composed in the following manner:

- a) Persons certified by the Organization's board of directors (Board of Directors) to be Officers, Managers, Trainers and Coaches, in good standing, of the soccer teams which will be part of the Organization as of the date of the adoption of this Constitution and By-Laws and thereafter such Officers, Managers, Trainers, and Coaches so certified at official meetings of the Organization.
- b) Persons other than Officers, Trainers, Managers and Coaches who, after the date of the adoption of this Constitution and By-Laws, are elected members by a majority vote of those present at any meeting of the Organization at which a quorum is present.
- c) Registered players for the current year and their parents or Legal Guardians.

SECTION II: NOMINATION FOR ADULT MEMBERSHIP

Adults: Nomination for adult membership in the Organization shall be made in writing and filed with the Secretary who shall cause the same to be presented to the next meeting of the Organization occurring not less than seven (7) days thereafter. By a majority vote of the members at said meeting, membership is approved. The seven-day period may be waived and the nomination made in writing at the meeting. Election shall be by secret ballot.

SECTION III: PLAYERS

a) FEES: Players Season Registration Fees will be determined by a projected operating budget, which will consist of current league fees, insurance premiums, cost of uniforms, trophies, certificates and projected operation budget.

b) MEMBERSHIP: Upon receipt of a players registration form and fee, birth certificate may be required (a copy to be kept on record with the registrar), a recent photograph (Spring season, travel teams only) and placement on a team, said player will be affiliated with all necessary leagues and a member of the Organization for the season of said registration. Medford residents have preference for placement on a team as set forth in Section 4.E of the By-Laws.

SECTION IV: EXPULSION OR SUSPENSION

The Board of Directors may request that a member be dropped from the Board of Directors, a team within the Organization, or the Organization if he or she misses three (3) or more practice sessions, and/or games, and/or meetings without adequate excuse. Any member may also be dropped for repeated violations against any League or Organization Regulations. Person(s) dropped from a position will be notified by either (i) postal mail or (ii) electronic email and may appeal the decision by asking for a hearing with the Organization's Ethics Committee.

League suspensions will be dealt with as prescribed by League regulations.

The Board of Directors may vote to remove a member of the Board of Directors for just cause. In the event of a violation of the Zero Tolerance Policy, a member may be suspended immediately. In all other cases, the Board of Directors must be notified via email no less than 7 days prior to a meeting of the Board of Directors that a motion will be presented to remove a board member for just cause. A two-thirds (2/3rds) vote of all members of the Board of Directors at an official meeting is required to remove a member of the Board of Directors.

ARTICLE IV

Board of Directors

SECTION I: MEMBERSHIP

The Board of Directors shall consist of the Executive Board and Board Officers as described as follows:

EXECUTIVE BOARD

- a) President
- b) 1st Vice President
- c) 2nd Vice President
- d) Treasurer
- e) Secretary/Clerk
- f) Town Representative
- g) Town Registrar
- h) Parliamentarian

BOARD OFFICERS

- i) Six (6) directors at large
- j) Immediate Past President (ex officio)
- k) Age Directors:
 - 1) Under 6
 - 2) Under 8
 - 3) Under 10 Girls
 - 4) Under 10 Boys
 - 5) Under 12 Girls
 - 6) Under 12 Boys
 - 7) Under 14 Girls
 - 8) Under 14 Boys
 - 9) Under 16 & 18
 - 10) Intra-city Coordinator

SECTION II: POWERS

The business of the Organization shall be managed by the Board of Directors who may exercise all powers of the Organization, except as otherwise provided by law, the Constitution of the Organization, or By-Laws, and to determine all investments and expenditures to be made in fulfilling the purposes of the Organization. In the event of any vacancy in the Board of Directors, the remaining Board of Directors, except where otherwise provided by law, may exercise the powers of the full Board until the vacancy is filled.

SECTION III: FUNCTIONS

The function of the Board of Directors will be to set policy for the operation of the youth soccer program in the Medford area, provide communication between teams of other cities/towns and Leagues, represent the Organization at Inter League and State level, enforce the Constitution and By-Laws of the Organization, establish eligibility, standards, determine regional boundaries (if necessary), raise, disburse, and account for funds, make recommendations and encourage the standardization of playing rules, codes of conduct, penalties for breaking these rules and codes and be a board of appeal for decisions handed down at lower levels.

SECTION IV: DUTIES OF OFFICERS

PRESIDENT: To preside at all meetings. To execute and enforce the execution of all laws prescribed by this Constitution and By-Laws. To observe that the duties imposed upon each officer are performed. To state clearly all motions properly made, put them to a vote and declare its results. To call special meetings when necessary and form Committees. To recruit Coaches, Assistant Coaches, Managers and other volunteer personnel to run the soccer program of the Organization. To investigate and implement fund raising drives for the Organization. To appoint members to all committees subject to the approval of the Board of Directors.

1st VICE PRESIDENT: To preside at all meetings, and fill in as President, in the absence of the President. To assist the President in areas designated by the President and to oversee all Age Directors.

2nd VICE PRESIDENT: To be responsible for specific duties so designated by the President. He or she shall serve as the Town's Field and Grounds Coordinator and/or Field Director.

As Field Director, he or she shall obtain licenses or permits for the use of soccer fields, parks, grounds or stadiums for the Organization, its affiliated travel and intra city teams and opponents. Organize a working schedule for all intra city teams. Organize and maintain a working practice schedule for all teams of the Organization.

As Field Director, shall maintain inventory of all equipment related to soccer game situations, i.e. nets, corner flags, posts and markings of prescribed design of age related soccer groups and catalog locations of said equipment.

He or she shall keep a line of communication between the Age Directors, the Organization and the Town Representative.

CLERK/SECRETARY: To take the minutes of all proceedings at meetings and make them available at the next meeting. To read and send out all correspondence of the Organization and keep all records, papers and documents. In addition, the Clerk/Secretary shall keep a file of names and addresses of all members and notify all members when instructed to do so by the President or by two (2) or more Directors, of Special Meetings (as defined in Section XII of this Constitution).

TREASURER: To, subject to the direction of the Board of Directors, have a general charge of the financial affairs of the Organization and shall keep or cause to be kept accurate records of all receipts and disbursements thereof. When, and as required by the President or the Board of Directors, he or she shall render a statement of the financial condition of the Organization. He or she shall present to the Board of Directors at the Organization's December meeting a detailed budget for the following year so that fund raising activities can be planned. He or she shall present a statement of the financial condition of the Organization at the Annual General meeting.

TOWN REPRESENTATIVE: (a.k.a. Town Rep or Town Coordinator) to function in a proper businesslike manner as a youth organization, the Organization relies on the professionalism of its Town Rep, the duties of this office are:

- A) He or she shall represent the Organization at all League level meetings and team placements.
- B) Keep the Organization informed of all League, or inter-league activities and regulations.
- C) As a Town Rep he or she will register all eligible players by receiving all team rosters from the town registrar, or the Age Directors with written applications, signed by the players' parent or legal guardian, accompanied by a recently taken photograph (Spring season travel team only) for each registering player.
- D) He or she, in the event of postponement of games because of weather, or availability or fields, is responsible for the decision and will communicate solely with the affiliated League the MYSL referee assignor and the Organization Field Director.
- E) Organize a working schedule to accommodate all affiliated travel teams in specific home soccer fields in accordance with the affiliated League weekly game schedule.

TOWN REGISTRAR: As Registrar, he or she shall register all eligible players by receiving a written application signed by the player's parent or legal guardian, accompanied by a birth certificate (if requested), and the registration fee for the playing season. Registrar will assign players to the Age Directors by age groups, who in turn will assign the players to teams in compliance with (i) official League regulations and (ii) this Constitution, By-Laws and applicable tryout procedures. Registrar shall keep records of all players and supply the Treasurer and Secretary with a complete roster of names, addresses and phone numbers and keep rosters up to date on deletions and additions.

The Registrar shall submit a copy of the Medford Soccer data base and all associated fees to the MAYSA four (4) times per year.

DIRECTORS: To oversee the operations of the Organization and to meet monthly, to serve on different committees and to assist in implementing this Constitution and these By-Laws.

AGE DIRECTORS: To assist in implementing this Constitution and these By-Laws and direct courses of action in the operation of the MSA for teams within a particular age group(s).

Each age group(s) will have an Age Director that will receive all of the registration forms for the players within the age group and place those players on teams in accordance with the players' knowledge of the game and skill level and in accordance with the applicable tryout procedures as set forth in this Constitution and By-Laws. Age Directors will organize each season as many teams as indicated by the amount of players registered. They will set up the team rosters and the coach and assistant coaches for those teams in accordance with the established tryout procedure.

The Age Directors, with the coaches' mutual consent, may interchange players between teams of the same age group with the understanding that the better players be placed on the number one team ("Team 1"), such players' abilities as determined by the applicable coaches and Tryout Committee, as set forth in this Constitution and By-Laws.

All age Directors will keep records of all team rosters of names, addresses, and phone numbers and keep rosters up to date on deletions and additions along with the Registrar.

To be eligible to be an Age Director, you must be a member in good standing with the Organization and the League. Age Directors shall be nominated and voted positions at the Annual General Meeting. All age directors shall serve one year terms.

IMMEDIATE PAST PRESIDENT: (a.k.a. Ex Officio) will serve as an advisor to the President and to the Board of Directors. The past President shall serve as such for a period of two (2) years as an ex officio.

PARLIAMENTARIAN: Shall serve as Parliamentarian for all league meetings and shall ascertain that the Organization's Constitution and By-Laws are functional currently.

SECTION V: VACANCIES

Any vacancy in the Board of Directors shall be filled by the remaining Board of Directors immediately after the vacancy occurs, at the next Board meeting or sooner, if the Board should be together and have a quorum.

SECTION VI: TENURE

Each member of the Board of Directors, except Age Directors, shall hold office for two (2) years from the time of his or her election. Age Directors shall serve for one year terms. Any Director may resign by giving his or her written resignation to the Secretary or any other member of the Board. Such resignation is effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event. In the event that a Director should miss three (3) meetings without excuse, the majority of the remaining board members may declare the position vacant.

ARTICLE V

ELECTION OF OFFICERS

SECTION I: NOMINATIONS

A nomination committee appointed by the President shall provide a slate of officers consisting of a President, 1st Vice President, 2nd Vice President, Clerk/Secretary, Treasurer, Town Registrar, Town Representative, Parliamentarian, and seven (7) Directors. The committee shall present the slate at the Annual General Meeting. Additional nominations may be made from the floor at the Annual General Meeting.

SECTION II: ELECTIONS

Elections shall be held at the Annual General Meeting of the election year. Elections shall be by secret ballot. Voting eligibility shall be as described in Article VI, Section V.

At the Annual General Meeting of 2013, the following positions will be elected for one year terms: Second Vice President, Treasurer, Registrar, Town Coordinator. Thereafter, all positions of the Board of Directors will be elected for their full tenure as defined in Article IV, Section VI, with the President, First Vice President, Secretary, Parliamentarian, and the six At Large positions elected in odd numbered years, and the Second Vice President, Treasurer, Registrar, and Town Coordinator elected in even numbered years.

ARTICLE VI

MEETINGS

Section I: ANNUAL GENERAL MEETING

The Annual General Meeting will be held on the second Monday of each November unless the second Monday is the Veterans Day holiday, in which case it will be held on the third Monday of November. Players, player parents or legal guardians will be invited to attend the Annual General Meeting. Proposals may be made at this meeting for future action to be taken at the next Board of Directors meeting. Nomination of Age Directors for the coming year shall be made at each Annual General Election. Nomination of Officers and Board of Directors for the following year may also be made at this meeting. Persons making the proposals or nominations must also submit proposals and nominations in writing if requested by the President. Rules and procedures for the coming playing season shall be presented at this meeting.

SECTION II: SPECIAL GENERAL MEETINGS

The President may also call general meetings (each a "General Meeting") for the entire membership and parents as outlined in Section I. at any time. Upon written application of at least three (3) voting members of the Board of Directors, a special General Meeting shall be called by the President and, in his or her absence, inability, or failure to act, by any Officer of the Organization.

SECTION III: NOTICE OF MEETINGS

A written notice of the Annual General Meeting and every General Meeting of the Organization, stating the agenda the place, date, and the time thereof, shall be given by the Secretary or by the officer calling the meeting, at least seven (7) days before the meeting to each voting member by either: (i) actual delivery of such notice to him or her by mailing it to such member at his or her home address or (ii) emailing such notice to each voting member.

SECTION IV: QUORUM

A minimum of twenty (20) members, three (3) of whom must be officers appearing in person shall constitute a quorum for the transaction of business at the Annual General Meeting and any General Meeting. Players shall not count in forming a quorum.

SECTION V: VOTING

Each Officer and/or member of the Board of Directors shall each have one (1) vote. Each organized team may have a maximum of two (2) votes each: One (1) from the Coach and one (1) from the Manager or Assistant Coach. Coaches and Assistant Coaches must be certified on the roster and approved by the Board of Directors for the past eligible season. An alternate representative may replace a Coach, Assistant Coach or Manager provided he or she has presented to the Secretary, before the meeting, written authorization from the official team representatives (Coach or Manager). Directors holding down two (2) or more positions are allowed only one (1) vote. Members must be eighteen (18) years old or older and be present to vote. No absentee ballots are allowed and proxy votes are allowed only when the individual voting is present and is casting that one (1) vote only.

SECTION VI: ACTION AT MEETING

At the Annual General Meeting and any General Meeting of the Organization at which a quorum is present, the vote of the majority of those present, except where a larger vote is specified by law, by this Constitution or the By-Laws, shall be sufficient to decide the matter.

SECTION VII: MONTHLY BOARD OF DIRECTOR MEETINGS

The Organization shall hold monthly Board of Director Meetings to be held on the second Monday of each month, excepting holidays. When the second Monday is a holiday, the meeting shall be rescheduled by the President. The meeting place will be decided and announced prior to the meeting and the meeting will begin at 7:30 p.m. These meetings are pre-scheduled so written notices of these meetings are not necessary.

SECTION VIII: AGENDA

Prior to each monthly Board of Directors meeting, either the President or the Secretary shall prepare an agenda that lists the issues to be discussed and the order of business for the applicable monthly meeting. Any additions to the agenda must be presented to the President at least four (4) days prior to each meeting.

SECTION IX: QUORUM

One-half (1/2) of the eligible Board of Directors shall constitute a quorum for monthly meetings.

SECTION X: ACTION AT MONTHLY MEETINGS

At any monthly meeting at which a quorum is present, the vote of the majority of those present, unless law specifies a different vote, by an Article of the Constitution or the By-Laws shall be sufficient to decide the matter. Voting eligibility shall be as described in Section XI.

SECTION XI: VOTING AT THE BOARD OF DIRECTORS MONTHLY MEETINGS

Each Officer (except the President and Past President) and each member of the Board of Directors present at said meeting shall receive one (1) vote. The President shall vote only in case of a tie.

SECTION XII: SPECIAL BOARD OF DIRECTORS MEETINGS

In addition to the meetings required under Article VI, Section VII, the Board of Directors may hold special meetings ("Special Meetings") as it deems necessary. Special Meetings may be called by the Secretary whenever directed by the President or by two (2) or more Directors. Written notice of any Special Meeting, stating the time, place and date, shall be given by the Secretary, or by the Directors calling the meeting at least seven (7) days before the Special Meeting to each Director by: (i) actual delivery; or (ii) by mail to his or her address; or (iii) by electronic mail. Such notice shall also include the agenda of items to be discussed, along with the purpose of the meeting, as part of the notice of the meetings.

SECTION XIII: ACTION BY CONSENT

Any action by the Board of Directors may be taken without a meeting if consent thereto is made by all Directors entitled to vote thereon and filed with the records at the next Board of Directors meeting. Such consent shall be treated for all purposes as a vote at a meeting.

SECTION XIV: QUALIFICATIONS

All officers must be members of the Organization.

Article VII

COMMITTEES

The Board of Directors may, by a vote of the majority of the Directors at the meeting at which such action is voted, establish committees as it sees fit, such committee members to be elected from the membership and the Board of Directors. The Board of Directors may, by like vote, delegate thereto, any or all of their powers, except those powers which they are prohibited from delegating by law, by this Constitution or by the By-Laws to such committees. Except as the Board of Directors may otherwise determine, any such committee may make rules for the conduct of their business, but, unless otherwise provided by the Board of Directors or, in such rules, its business shall be conducted as nearly as practicable to the manner provided by the Constitution and By-Laws for the transaction of business by the Board of Directors. The chairperson of each applicable committee shall provide updated reports to the Board of Directors at each monthly meeting.

ARTICLE VIII

OPERATION

SECTION I: REGISTRATION

The Organization shall announce by (i) posted mail; (ii) electronic mail to the membership; and/or (iii) notice on the Organization's website and advertise registration dates and times, as needed to notify players and new players of the upcoming season.

SECTION II: CLINICS

The Organization shall run soccer clinics wherever necessary and possible, especially after the registration of new players, to introduce soccer and explain/teach the fundamentals of the game. Clinic fees (if any) shall be set by the Board of Directors.

SECTION III: PLAYER REGISTRATION

Upon qualification, graduating up from clinics, etc, players shall be assigned to teams by their Age Director in accordance with the applicable tryout procedures by submitting a proper application signed by a parent or legal guardian, a copy of birth certificate (if requested), a recently taken photograph (spring season only) and payment of the proper registration fee as prescribed in Article III, Section III.

SECTION IV: DISSOLUTION

In the event of the dissolution of the Organization, any and all funds remaining after all expenditures are paid, shall be donated to the MASSACHUSETTS SPECIAL OLYMPICS SOCCER PROGRAM.

SECTION V: ORGANIZATION RULES

In addition to this Constitution there shall be a set of Organization's rules (By-Laws) which, providing such By-Laws do not contravene this Constitution, shall be binding upon all members.

Changes and additions to the By-Laws may be made at Annual General Meetings and at all Board of Director monthly meetings, in the event that the President and three (3) other Board of Directors require urgent action. All changes made by the President shall be presented to the next Board of Directors monthly meeting for ratification and implementation.

All significant changes made by the Board of Directors shall be presented to the next Annual General Meeting.

SECTION VI: AMENDMENTS TO THE CONSTITUTION

No variation of this Constitution shall be adopted without the approval of the Annual General Meeting or a General Meeting. A two-thirds vote of those present and voting at said meeting must carry an amendment.