

EASTERN CAROLINA SOCCER ASSOCIATION, INCORPORATED.
P.O. Box 12772
Jacksonville, NC 28546
CONSTITUTION AND BY-LAWS

Article I – Name:

The name of the association shall be Eastern Carolina Soccer Association, Incorporated. (ECSA)

Article II – Authority:

G.S.§ 55A-2-06. By-Laws.

(a) The ECSA Board of Directors (BOD) shall adopt By-Laws for the corporation.

(b) The By-Laws may contain any provision for regulating and managing the affairs of the corporation that is not inconsistent with law or the articles of incorporation. (1955, c. 1230;1993, c. 398, s. 1.)

Article III - Purpose:

The purpose of ECSA is to serve the players and families registered with affiliated Associations within the ECSA Area by:

- (a) Acting as the administrative body scheduling Recreation youth soccer matches within the ECSA Scheduling League Area.
- (b) Adopting reasonable and equitable rules for coordinating the participation of affiliated Associations of ECSA common soccer “Rules”.
- (c) Coordination of Referees.
- (d) Coordination of Fall In-door soccer league and facilities.

ECSA’s BOD acknowledge that the Incorporated’s purposes do not include; the registration of youth or adult amateur or adult players, creation and/or operation of youth or adult soccer teams, the conduct of youth soccer programs other than those specifically described in this article, and/or the governance of affiliated members of NCYSA located or operating within the ECSA’s Area except to the extent specifically stated in these By-Laws.

Article IV - Mission:

ECSA will administer recreational soccer for North Carolina Youth Soccer Association (NCYSA) affiliated soccer Associations that are affiliated with ECSA as determined by the geographical area, designated by the NCYSA Recreation Council.

These associations will be autonomous in administering soccer programs in its own locality.

1. Schedule recreational matches for affiliated Associations.
2. Enforce the rules and policies to promote fair play, and good sportsmanship.
3. Coordinate referees for all matches.

Article V – Affiliation:

1. ECSA shall be affiliated as a member of the NCYSA and shall comply with the By-Laws of the NCYSA to the extent permissible under applicable General Statutes of the State of North Carolina.
2. To the extent permissible ECSA shall comply with NCYSA Bylaw 103 Section 3 and USSF Bylaw 213.
3. To the extent permissible ECSA shall comply with NCYSA Bylaw 204.
4. To the extent permissible ECSA shall comply with NCYSA Policy on Recreational Scheduling Leagues.

Article VI – Membership:

1. Shall be NCYSA Sanctioned Recreation Associations located within the geographical boundary of the ECSA as determined by the NCYSA Recreation Council.
2. Each Affiliated Association shall designate one (1) member of the ECSA BOD. Each Association President will assign a Club Representative to the ECSA BOD. This Representative shall ensure they keep their Associations President and Vice-President informed. Each ECSA Executive Officer Board position shall be elected by the ECSA BOD and shall serve a two (2) year term. Officers of the Executive Committee may be elected to successive terms in the same capacity but not to exceed two terms.
3. Officers of ECSA.
 - a. The following shall be elected in even numbered years.
 - 1) President
 - 2) Commissioner/Scheduler
 - b. The following shall be elected in odd numbered years.
 - 1) Vice President
 - 2) Treasurer
 - 3) Secretary

Article VII - Voting Rights:

Voting members of the ECSA shall be the BODs. Each Member shall have one vote on all matters submitted to the ECSA Board of Directors for a vote.

1. Shall elect the Officers of ECSA
2. Approval the Annual Budget
3. Shall vote at Regular and Special (Called) Meeting of ECSA Affiliations
4. Approval of policies, procedures, projects, rules, or By-Laws.

Article VIII - Officers:

1. The officers elected by the BODs shall constitute the Executive Committee.

2. The Executive Committee shall handle daily operations of the ECSA but shall be subordinate to the authority of the ECSA BODs. Thus requiring a majority of votes to receive approval.

Article IX – Duties and Responsibilities:

1. The President serves as the official spokesperson for the association, presides at all executive committee, association meetings, review financial records, organizes indoor soccer sites for the season, and appoints chairpersons for all standing and ad hoc committees.

2. The Vice-President, in the absence of the President, presides at association and executive committee meetings, serves as an assistant to the President. Will coordinate and chair annual internal audits of financial records, schedule the audit review with the Board of Directors, and performs any other duties as requested by the President.

3. The Secretary keeps the minutes, prepares association correspondence, maintains a rosters of affiliated Associations and their assigned ECSA Representative. Will perform other duties as requested by the Executive Board.

4. The Treasurer maintains all the financial records of association income and disbursements, prepares monthly financial reports, ensures the assigned CPA has all required records to conduct filing income taxes, ensures a internal audit is conducted and presented to the BODs and provide copies to all affiliated Associated Presidents, and performs any other duties as requested by the president. Ensures checks written over \$500 have two signatures. (Treasurer and President)

5. The Commissioner prepares the schedules, proposed alignment of teams and conferences, works with Associations Representatives on complaints and conflicts with regards to scheduling, maintains ECSA's webpage, and performs any other duties as requested by the President.

6. If the office of President shall become vacant, the Vice-President shall assume the office of president. Vacancies in all other Executive Committee positions shall be filled by the ECSA Board of Directors.

Article X - Termination:

1. Any Association may withdraw from ECSA upon completion of the season.

2. Any BOD who, by personal or business conduct, materially violates any part of the constitution, By-Laws or rules and regulations of the BODs of ECSA, NCYSA, United States Youth Soccer, United States Soccer Federation, or Fédération Internationale de Football Association (FIFA) may be expelled from membership by a two-thirds majority vote of the ECSA BODs in office as of the time of such vote.

Article XI – Meetings:

1. Meetings of the BODs shall be held regularly on a schedule to be determined by the Board. Special, previously unscheduled, meetings shall be called

when requested by a majority of the BODs or by the ECSA President when either determines it is necessary. A quorum for a Board meeting requires the attendance of a majority (Two-thirds) of the ECSA Board of Directors. All decision will require ECSA BODs approval by voting and annotated within the Minutes of the meeting. Copies will be provided to all affiliated Association Presidents.

Article XII- Notice of meeting/Location:

1. ECSA shall give notice of meetings to the BODs by email and phone calls.
2. ECSA shall send a written notice of all meetings to all BODs, which shall include electronically transmitted mail or E-mail, or printed notice stating the time and place of a meeting to the BODs and shall be delivered not less than fifteen (15) days nor more than sixty (60) days before the date thereof. Notice of meetings shall be sent by or at the direction of the ECSA President, or such other person authorized to call the meeting. Notices sent pursuant to this section shall go to each BOD of record entitled to vote at such meeting and each other person specifically entitled to receive such notice under the Act. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the BOD's address as it appears in the Incorporation's records. Notice of meetings shall state the business to be transacted and shall be the determined by the Directors.
3. Special, previously unscheduled, meetings shall be called when requested by a majority of the BODs or by the ECSA President when either determines it is necessary. A quorum for a Board meeting requires the attendance of a majority (Two-thirds) of the ECSA BODs. Special meetings are to consider one or more items of business specified in the call of or agenda of the meeting.
4. Meetings of the executive committee shall be called when necessary by the ECSA President to conduct business which cannot be delayed until the next meeting of the BODs. Minutes shall be recorded from the meeting with copies forwarded to Club Presidents. A quorum for executive committee meetings shall be a majority of the committee or two thirds of the elected officials. Decisions made must be voted and approved by the BODs.
 - a. A new date, time and place will be decided prior to adjournment.
 - b. All meetings of the ECSA BODs will be held at predetermined location venue or at such other place within the ECSA area, which does not accrue a cost to the Incorporation and as designated by the BODs.

Article XIII - Annual General Meeting:

1. The Annual General Meeting (AGM) of the ECSA BODs shall be held in the Month of May each year.
2. A quorum shall be two-thirds of voting BODs in good standing at all General Meetings. If within 30 minutes from the time appointed; the General Meeting quorum is not present, it shall stand adjourned to the same day in the next week, at the same time and place and if at such adjournment meeting a quorum is not present, the BOD of

Directors present shall be a quorum. All decisions at the general meetings shall be made by a majority vote.

3. The order of business of the AGM shall be:

- a. Call to order
- b. Minutes of previous meeting
- c. Financial and Audit Reports
- d. Board of Director reports
- e. Goals and Work plans
- f. Unfinished business
- g. New business
- h. Amendments to By-laws
- i. Elections
- j. Adjournment

Article XIV – On-line or Conference Call Meetings:

On-line or Conference Call Meetings may be called in order to conduct business that requires a decision and consensus prior to the next scheduled regular meeting. This method is also permitted to discuss and act on business that would normally take place at a regular Meeting.

Article XV – Committees:

Standing committees within the association shall have the following responsibilities:

1. Discipline and Appeals:

a. Hearing allegations of violations of the constitution and By-Laws, policies and rules of the match.

b. The BODs will assign a committee and it will be their responsibility to resolve all matters that come before it expeditiously and fairly under all of the circumstances with due consideration to the best interests of the Association's. This committee is also responsible for collecting any protest or appeals fees established by the BODs. Before considering an appeal, all avenues of appeal must be exhausted at the available lower levels.

2. The chairperson of each standing committee shall be appointed by the ECSA President. A quorum of a standing committee will be the chairperson and three of its members. Each committee will serve until issues are resolved.

3. All findings and/or recommendations of any committee shall be made in writing to the BODs. This writing shall contain the names of those who served, attended, dates, times, all fact findings and recommendations. Once approved by the BODs, the committee will continue actions until completion.

Article XVI – Amendments:

1. Amendments to the constitution and By-Laws can be made by a two-thirds vote of the ECSA BODs. Amendments can be considered at the AGM or special meeting called for that purpose. In order for a vote to be taken on an

amendment, the BODs and affiliated Presidents must receive written notice of the proposed amendments at least fourteen days prior to the meeting. Notice by facsimile and electronic mail is sufficient written notice.

2. Amendments to the ECSA general policy may be made by a majority vote of the BODs. In order for a vote to be taken on an amendment, the BODs and affiliated Presidents must receive written notice of the proposed amendments at least fourteen days prior to the meeting. Notice by facsimile, postal mail, and electronic mail is sufficient written notice.

Article XVII – Record Keeping

1. ECSA shall keep as permanent records minutes of all meetings, List of BODs, a record of all actions taken by the BODs and records of all actions taken by committees assigned by the BODs.

2. Maintain all accounting records to include audits, and taxes.

3. Maintain a record of its BODs, in a form that permits preparation of a list of the names and addresses of them, in alphabetical order by class, showing the number of votes each member is entitled to cast.

4. Maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

5. Copies of the following records at a designated location:

a. Its articles of incorporation or restated articles of incorporation and all amendments to them currently in effect.

b. Records of By-Laws or restated By-Laws and all amendments to them currently in effect.

c. Resolutions adopted by Affiliations or BODs relating to the number or classification of directors or to the characteristics, qualifications, rights, limitations, and obligations of Affiliations.

d. The minutes of all meetings, and records of all actions taken by the BODs for the-past three years.

e. All written communications to BODs generally within the past three years, and the financial statements that have been furnished or would have been required to be furnished to an Affiliated Association upon demand during the past three years.

f. A list of the names and business or home addresses of its current BODs.

Article XVIII – Conflicts of Interest:

Prohibited but not limited to; Employment, Contracts, Financial Transactions, Transaction In Kind or any type action resulting personal gain tangible or intangible involving officers, directors, or relatives as defined in G.S.§ 104A-1. Degrees of kinship -

or marriage, to the third degree and persons or corporations that a director or officer may have affinity for. ECSA BODs shall not serve on more than two Soccer Club Boards.

Article XIX – Parliamentary Authority:

Robert's Rules of Order, current edition shall be parliamentary authority for meetings of ECSA.

Adopted August 2015