

Proposed membership bylaw change - July 2023

ARTICLE II ~ CONDITIONS OF MEMBERSHIP

1. The corporation shall have voting members (the “Voting Members”), who shall consist of the following:
 - a. The parents, step-parents, or legal guardians of each player under the age of 18 who is duly registered and is in good standing with the Corporation, while and so long as such youth player is so registered and in good standing, with such parents, stepparents, and legal guardians being entitled to exercise, collectively, one vote for each such registered youth player who is a member of such person’s or persons’ household.
 - b. Each player age 18 or older who is duly registered and is in good standing with the Corporation, while and so long as such player is so registered and in good standing
 - c. Each individual who is a head coach registered with the Club and who has been so registered for at least two (2) full consecutive (fall/spring, or spring/spring, fall/fall for coaches of high school aged teams) soccer seasons, while and so long as such individual is so registered.
2. “Registered” for the preceding purposes shall mean that a player or coach **is enrolled and identified on the official roster of a youth team subject to the supervision of and regulation by the Corporation for the current season, or in any case where a current season has ended, for the immediately preceding season. properly enrolled and accepted for placement for the next upcoming season. Enrollment and participation in any camp/clinic programs do not qualify as seasonal registration and therefore do not qualify for member voting rights.** Notwithstanding the preceding, any player or coach who was registered with respect to a **U-15, U-16, U-17, U-18 and U19** **High school aged** boys’ team as of **August 1** **January 1st** of any year and who is not listed on any other roster for any other soccer club shall be deemed to be registered until **July December** 31st of the **next** seasonal year.
3. “Good Standing” for the preceding purposes shall mean that a player, parent, step parent, legal guardian or coach has not violated the clubs rules, procedures or policies and has no unresolved disciplinary committee actions or judgements. In addition, members must be in good financial standing with the organization, with no outstanding balances due from past registrations.
4. The Corporation may also have nonvoting members, who shall not be permitted to vote on any matter presented to a vote of the Voting Members, but who shall otherwise have such rights, privileges, and responsibilities as may be set forth in one or more resolutions adopted by the Board of Directors from time to time.

ARTICLE IV ~ OFFICERS; BOARD OF DIRECTORS

1. *Board Composition.* There shall be five (5) elected Officers of the Corporation. In addition, the Officers may appoint Directors to serve the Corporation. The number of Appointed Directors may from time to time be increased or decreased by a vote of not less than a majority of the Board of Directors. At no time shall the total number of Board of Directors exceed fifteen (15) nor drop below seven (7). All members of the Board of Directors shall have and be subject to the same and equal qualifications, rights, privileges, limitations and restrictions.
2. *Qualifications.*
 - a. Members of the Board of Directors must be at least 18 years of age and at least one of the following: voting member of the soccer club or a special member referred by the General Manager or referred by an officer of the Corporation, all of which must be voted on by the Board of Directors for consideration to serve on the board. Each candidate must pass a background check as issued by Colorado Soccer Association.
 - b. No person convicted of a felony within the previous ten (10) years may serve as a member of the Board. Notwithstanding the previous sentence, in no event shall a person serve as a member of the Board if he or she has been convicted of a sex crime or a crime involving the abuse of a child. Any person who is charged with a criminal act shall be suspended from the Board pending outcome of the charges.
 - c. Employees of the Corporation compensated for providing services to the Corporation, for example including, but not limited to, full or part-time management, operations, sales, marketing, accounting, information technology, or administrative positions, shall not be entitled to serve on the Board of Directors **unless approved by a two-thirds vote of the Board of Directors. Additionally, during the compensation period, the board member shall not have any financial signatory authority and shall be restricted from voting on all board motions.** Conversely, independent contractors, whose sole compensation from the Corporation is derived from paid referee, coach or staff trainer positions, shall be eligible to serve on the Board of Directors with a reference by the General Manager or referred by an officer of the Corporation all of which must be voted on by the Board of Directors for consideration to serve on the board.
5. *Executive Staff.* The Board of Directors will appoint the Executive Staff, which will consist of the General Manager; and at the discretion of the Board of Directors, a Director of Soccer Operations may be included, but is not mandatory.
 - a. *General Manager*
 - i. Be appointed by the Board of Directors and shall serve as the salaried chief executive officer of the Corporation;
 - ii. Be charged with the responsibility of operating, managing and directing the corporate business, including the employment of individuals to carry out the purposes of the Corporation; and

- iii. Execute checks, bonds, mortgages and other contracts except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the Corporation.
 - iv. Act as a voting member of the Board in matters requiring Board approval, except in matters where a direct conflict of interest is identified in terms of employment agreements or other matters where a conflict may exist.
9. Vacancy. Any vacancy occurring of an officer of the board of directors may be filled by appointment by two-thirds of the remaining directors. An officer appointed to fill a vacancy shall serve the remainder of the un-expired term of his or her predecessor in office. In the event that a qualifying candidate identified from the current board officers and directors is not able to be identified, the board may vote to appoint a non-qualifying candidate from the membership by a 2/3 majority vote to fill any officer vacancy.