

BY-LAWS OF THE MARYSVILLE YOUTH SOCCER ASSOCIATION of MI

The following By-Laws were amended on 2/24/26.

ARTICLE I. NAME

The organization shall be known as the MARYSVILLE YOUTH SOCCER ASSOCIATION of MICHIGAN and the name shall be abbreviated, where desired, as; M.Y.S.A.M.I.

ARTICLE II. PURPOSE

The purpose of M.Y.S.A.M.I. is to organize, conduct, and supervise a program of instruction and competition in soccer for all individuals with primary emphasis on youth.

ARTICLE III. GOALS

The goals of M.Y.S.A.M.I. is to provide a program of safe, enjoyable, and fair competition, promote good sportsmanship and encourage participation in the playing of soccer. It is expected that M.Y.S.A.M.I., through favorable actions of its members, would provide leadership and create a positive influence on each participant, particularly by exercising reasonableness and restraint, and would perpetually demonstrate a respectable image.

ARTICLE IV. AFFILIATION

To provide an effective means of achieving its purpose and goals by allowing organizational and fiscal efficiencies, the M.Y.S.A.M.I. may form affiliations with organizations that share a similar purpose and goals.

ARTICLE V. MEMBERSHIP AND ORGANIZATION

Section 1.

Membership shall consist of individuals who support the purpose and goals of the M.Y.S.A.M.I.

Section 2.

The M.Y.S.A.M.I. shall be organized into teams to operate, and to facilitate the administration of its programs.

Section 3.

The League shall consist of members in good standing as, Board of Directors and Member Teams:

- a. Attend 2/3rds of previous (6) six calendar monthly meetings as scheduled, unless excused by an executive board member.*
- b. Has no written discipline in previous (12) twelve calendar months.*

ARTICLE VI. GOVERNMENT

Section 1.

The governing body of the M.Y.S.A.M.I. shall consist of its voting members. Certain powers concerning management and operation of the M.Y.S.A.M.I. shall be delegated to an Executive Board of Directors.

Section 2.

The Executive Board of Directors of the M.Y.S.A.M.I. shall be elected from the membership of the M.Y.S.A.M.I. by the voting members of the M.Y.S.A.M.I. The executive board shall serve at the discretion of the voting members and shall serve a term for at least a two-year period.

ARTICLE VII. OPERATION

Section 1. Normal business:

The normal business of the M.Y.S.A.M.I. shall be conducted by the Executive Board. To permit efficient normal operation of the M.Y.S.A.M.I., the Executive Board may establish working committees, or appoint individual members of the M.Y.S.A.M.I., to perform appointed jobs.

Section 2. Functions of the Executive Board:

Paragraph A. Programs:

As a group, the Executive Board shall plan, initiate, and operate the programs of the M.Y.S.A.M.I.

In addition, the Executive board, by use of sound reasoning and considered judgment, shall resolve any conflict or situation that from time to time may arise.

Paragraph B. Fiscal:

1. The Executive Board shall monitor the receipt of, disbursement of, accounting for, and control of all funds of the M.Y.S.A.M.I.

2. The Executive Board shall ensure a balance is maintained between all receipts and all disbursements such that no substantial excesses of funds or shortages of funds occur.

3. The Executive Board shall plan the disbursements that would be made over the current season, such that an efficient and lowest-practical cost of operation is maintained.

Paragraph C. Discipline:

The Executive Board shall review all unfavorable incidents submitted in writing to any Board member involving members of, property of, or the image of the M.Y.S.A.M.I. and shall determine and impose any sanctions it deems appropriate to prevent or discourage any further unfavorable actions within (14) fourteen calendar days (allowing reasonable availability of all parties involved) of written receipt of complaint. A disciplinary committee may be appointed by the Executive Board if they deem necessary. A summary will be reported of any disciplinary action at next available league meeting.

Paragraph D. Interpretations:

The Executive Board shall interpret the intended meaning of any articles of the By-Laws of the M.Y.S.A.M.I. and shall further determine the manner in which the provisions of these governing documents shall be applied. Interpretations made by the Executive Board may be overruled by a majority vote of the voting members as long as items set forth in Article X, Section 2, Paragraph A are met.

Paragraph E. Emergency Authority:

The Executive Board shall have extended authority to act on behalf of the voting members when and only when, immediate action is required that the Executive Board is not empowered by these by-laws to undertake, and lack of immediate action would result in unfavorable conditions or would result in a missed opportunity. Any actions taken by the Executive Board under this emergency authority must be reported to the voting members, along with supporting rationale, at the earliest available opportunity.

ARTICLE VIII. DUTIES OF THE BOARD OF DIRECTORS

Section 1.

The Executive Board shall consist of President, Vice-President, Secretary and Treasurer. The remaining Board of Directors shall consist of Registrar, Head Coach, and Head Referee.

Section 2.

Paragraph A. President:

The President shall be the chief executive of the M.Y.S.A.M.I. and shall preside at all meetings of the Executive Board and at all meetings of the voting members. The President shall ensure that the by-laws of the M.Y.S.A.M.I. are followed. In addition, the President shall uphold and maintain the integrity of M.Y.S.A.M.I.

Paragraph B. Vice-President:

The Vice-President shall assist the President as required. In the event of a vacancy in the office of President, the Vice-President shall assume the duties of the President for the remaining unexpired term or until the next Annual General Meeting whichever comes first. General duties include - Assisting the President as required, set the game schedule every season, and help support and being available on game days.

Paragraph C. Secretary

The Secretary shall be responsible for notification of all meetings, creating agenda, recording, maintaining, and making available all minutes of all the league meetings, any correspondence and copies of By-Laws and Rules and Regulations. In addition, the Secretary shall perform any other duties as assigned by the Executive Board.

Paragraph D. Treasurer:

The Treasurer shall be responsible for receipt and disbursement of all funds of the M.Y.S.A.M.I. The Treasurer shall provide all financial reports to the voting members; make provisions to ensure proper control of all M.Y.S.A.M.I. funds, including budget forecasting, establishment of and maintenance of bank accounts. All accounts will have two signers, President, and Treasurer. General Duties include - Submit yearly 501c(3) information, submit Annual Report to the State of Michigan, purchase any items needed for the league, and order uniforms. Help support and being available on game days. In addition, the Treasurer shall perform any other duties as assigned by the Executive Board.

Paragraph E. Registrar

The Registrar shall be responsible for the registration of all players. The Registrar will maintain all records, including rosters, concussion and SafeSport certificates for coaches, and concussion certificates of players, medical and background checks, of players and coaches. The Registrar will also be responsible for scheduling of seasonal pictures and supplying the Treasurer with the

uniform order. The Registrar will also secure materials for the completion of team packets for distribution and any other correspondence to the teams. This position requires the use of a computer and printer. Being knowledgeable in excel is a plus. Help support and being available on game days. In addition, Registrar shall perform any other duties as assigned by the Executive Board.

Paragraph F. Head Coach:

The Head Coach shall have responsibility for training, certifying, and monitoring all coaches of the M.Y.S.A.M.I. The Head Coach shall assist in the settlement of disputes involving coaches. The Head Coach shall provide for evaluation of and recommend discipline of member coaches. In addition, the Head Coach shall perform any other duties as assigned by the Executive Board.

Paragraph G. Head Referee:

The Head Referee shall be responsible for coordinating the training of all referees of the M.Y.S.A.M.I. The Head Referee shall be for scheduling referees to officiate all games and shall arrange for the payment for referee services. The Head Referee also shall assist in the settlement of disputes involving referees and shall provide for their evaluation and recommend discipline when needed. In addition, the Head Referee shall perform any other duties as assigned by the Executive Board.

ARTICLE IX. NOMINATION AND ELECTION OF BOARD OF DIRECTORS, TERM OF OFFICE, VACANCIES AND REMOVAL FROM OFFICE

Section 1. Nomination and Election of Officers:

Candidates shall be members of good standing of the M.Y.S.A.M.I. Nominated by other members of M.Y.S.A.M.I. and voted on by the voting members of the M.Y.S.A.M.I. Candidates shall not have any written discipline in previous (12) twelve calendar months. Candidates for Presidency shall be a current Board member in a position that has been held for (12) twelve calendar months. The voting members of the M.Y.S.A.M.I. shall consist of all MYSA Board of Directors and a coach or appointed adult representative from each member team that is in good standing. Candidates shall be elected to each office by a majority of the votes of the eligible-voting members. If no nominations are received the previously elected officer may be elected for an additional two-year term. Any current Board member may run opposed or unopposed. Even year elections are: Vice-President, Treasurer, Head Coach, and Registrar. Odd year elections are: President, Secretary and Head Referee.

Section 2. Term of office:

The Board of Directors are elected for a two-year term and shall assume the duties of their office on July 1 following the Annual General Meeting which will be held in March or April.

Section 3. Vacancies:

Should an office become vacant, a successor shall be appointed by the Executive Board for the remainder of the term. If a vacancy occurs in the office of President, the Vice-President shall assume the office of President and the Executive Board will appoint a new Vice-President for the remaining unexpired term.

Section 5. Removal from Office:

Any Board member may be removed from office for unsatisfactory performance by 2/3rds majority vote of the Executive Board if the league would benefit by such removal. Board member/s may also be removed by the majority vote at a special meeting that is attended by at least 75% of the voting members. No Board member whose removal is being considered shall participate in the administration of the vote for such removal.

ARTICLE X. MEETINGS, QUORUM AND VOTING

Section 1. Meetings:

Paragraph A.

Meetings of the membership shall be held bi-annually to inform all members concerning items of general interest, and to provide for required election of members of the Executive Board. Times, locations, cancellations, notification, and agenda of meetings shall be the responsibility of the Secretary.

Paragraph B.

Meetings of the voting members other than the Annual General Meeting may be scheduled at the discretion of the Executive Board. Except for meetings requiring emergency actions, a (3) three-day notice of date, time and place shall be given to all voting members.

Paragraph C.

One-third of the voting members may require that a meeting of the voting members be held, and upon written notice of the action, the Executive board shall schedule said meeting as set forth in paragraph B.

Section 2. Quorum and Voting:

Paragraph A.

When a vote of the voting members is required, 25% of the voting members shall constitute a quorum, with a majority (50% + 1) prevailing in the vote taken, except where other specific requirements are set by this by-law.

Paragraph B.

Voting members, when more than the quorum is established in Paragraph A is required for action, may submit a written proxy, such written proxy shall be signed and given to the Executive Board, or another voting member. Each proxy shall be voting at the taking of the vote.

Paragraph C.

The President shall abstain from voting at all general membership meetings and the Annual General Meeting, except in the case where a tiebreaker is required.

Article XI. Voluntary Services; Registration Fee Waiver and Conflict of Interest

Section 1. Authorization of Registration Fee Waiver or Reimbursement.

Pursuant to the authority granted under the Michigan Nonprofit Corporation Act, 1982 PA 162, as amended, the Board of Directors may, by majority vote of disinterested Directors, adopt a written policy authorizing the waiver or reimbursement of player registration fees for an Executive Director who serves without compensation and remains in good standing for the entirety of the applicable season.

Prior to approval, the Board shall determine in good faith that the waiver or reimbursement is fair, reasonable, incidental in nature, and in the best interests of the Corporation. If more than

one child of an eligible Executive Director is registered during a season, total reimbursement shall not exceed the lesser of the applicable registration fees. Any approved reimbursement shall be issued only upon completion of the season and satisfaction of all eligibility requirements established by the Board.

The waiver or reimbursement of registration fees is intended solely as a de minimis and incidental benefit designed to facilitate volunteer service and effective Board oversight. It shall not constitute compensation for services rendered. This provision shall be administered in compliance with the Corporation's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, including the prohibitions against private inurement and excess benefit transactions.

Section 2. Disclosure; Conflict of Interest; Recusal.

Consistent with the Michigan Nonprofit Corporation Act and the Corporation's Conflict of Interest Policy, any Director eligible to receive a waiver or reimbursement under this Article shall be deemed to have a financial interest in the matter.

The interested Director shall disclose the existence of such financial interest prior to any discussion or vote concerning adoption, renewal, or application of the policy and shall not participate in deliberations, attempt to influence the decision, or vote on the matter. Approval shall require the affirmative vote of a majority of the disinterested Directors present at a meeting at which a quorum is established.

The minutes of the meeting shall document:

- (a) the disclosure of the financial interest;*
- (b) the recusal of the interested Director;*
- (c) the names of the Directors present for discussion and vote; and*
- (d) the basis for the Board's determination that the transaction is fair, reasonable, and in the best interests of the Corporation.*

ARTICLE XII. DISSOLUTION

The organization is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, including but not limited to a youth soccer league for children between the ages of three to fourteen, within the meaning of Section 501(c)(3). No part of the organization's net earnings will insure to the benefit of any director or officer of the organization or any individuals and no director or officer of the organization or any individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the organization. Upon dissolution of this organization, assets shall be distributed to the City of Marysville Recreational Department. If those entities are not existing at the time, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future or local government, for a public purpose.

ARTICLE XIII. AUTHORITY

These By-Laws, upon adoption, supersede in all respects all previous rules, procedures, policies, and precedents adopted or used by the M.Y.S.A.M.I.

ARTICLE XIII. AMENDMENTS

Section 1.

These Bylaws may be amended, altered, or repealed, in whole or in part, by the affirmative vote of twenty-five percent (25%) of the voting members.

Section 2.

Amendments to these Bylaws may be considered at any duly called meeting of the voting members, provided the notice requirements set forth in Section 3 of this Article have been satisfied.

Section 3.

An amendment, alteration, or repeal of these Bylaws may be proposed by:

(a) the Executive Board; or

(b) not less than twenty-five percent (25%) of the voting members.

Written notice of the proposed amendment shall be provided to all voting members not fewer than fourteen (14) days prior to the meeting at which the amendment will be considered. Such notice shall include:

(i) a statement of intent to amend, alter, or repeal the Bylaws;

(ii) the date, time, and location of the meeting; and

(iii) the full text of the proposed amendment.

The proposed amendment may be modified by a majority vote of the voting members present at the meeting, provided that any modification remains germane to the subject matter described in the notice. Final action may be taken at the same meeting.

Jeanette Grove

President

Marysville Youth Soccer Association of Michigan