

**Bylaws of the Montclair United Soccer Club
Adopted March 23, 1998
As Amended**

Article I. Name

The name of this organization, incorporated under the laws of the State of New Jersey, shall be the Montclair United Soccer Club (the "Club").

Article II. Purpose

Section 1 The purpose of the Club shall be to promote the game of soccer for the benefit of the youth of the Township of Montclair, New Jersey.

- (a) To acquire and/or preserve land in a natural, scenic or open condition which shall be used for recreation and conservation purposes;
- (b) To develop or assist in the development of a facility that will support the increased public use or enjoyment of outdoor recreation and conservation land, including but not limited to a facility for outdoor soccer, or other similar activities;
- (c) To preserve and improve the quality of athletic fields and sports facilities used by the Club's programs; and
- (d) To undertake projects that are consistent with the purposes and objectives of the New Jersey Green Acres Program for the acquisition and development of land or facilities for outdoor recreation and that will conserve natural resources for the current population and future citizens of the State of New Jersey.¹

Section 2 The Club shall conduct its business in all matters with due respect for the spirit of the game and for the benefit of all the children who participate in the Club's activities.

Section 3 The Club shall conduct its affairs without discrimination on account of race, color, religion or gender.

Section 4 The Club shall conduct its business so as to preserve its status as a not-for-profit, publicly-supported organization as defined in section 501(c)(3) of the Internal Revenue Code and so remain exempt from federal and state taxes.

Article III. Governance

Section 1 The Club shall be governed by these Bylaws, which replace in their entirety all previous Bylaws of the Club before March 23, 1998.

Section 2 The Board of Directors (the "Board") shall have full power and authority over the business and affairs of the Club within the scope of these Bylaws.

¹ Subsections (a) - (d) as amended, Amendment #3, adopted January 23, 2003.

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Article III. Governance (continued)

- Section 3 The Board shall establish the general policies of the Club pertaining to:
- (a) the eligibility, privileges and obligations of all Club participants including players, teams, coaches, managers and volunteers;
 - (b) the derivation and allocation and overall management of Club monies.
- Section 4 The Board shall prepare written guidelines for the approval of contracts to be entered into by the Club.

Article IV. Fiscal Year

The Club's fiscal year shall run from July 1 to the following June 30.

Article V. Parliamentary Procedure

All meetings of the Board or any committee of the Board shall be governed by the current edition of *Robert's Rules of Order Newly Revised*, except to the extent that such rules are inconsistent with these Bylaws or any standing rules the Board may adopt.

Article VI. Notice

- Section 1 Notice of a meeting of the Board or one of its committees shall include the date, time, and location the meeting will be held and, as required herein, the agenda of the meeting.
- Section 2 Written notice, for the purposes herein, shall be deemed delivered when deposited in the United States Postal Service or with an express courier or hand delivered to the addressee's permanent residence with postage prepaid or telecopied to a phone number or electronically mailed to an electronic address specified by the Board member.
- Section 3 Oral notice, for the purposes herein, shall be direct oral communication with the person to be notified or a recorded telephone message to that person's permanent residence.

Article VII. Club Soccer Program

Section 1 Affiliation

The Board shall affiliate the Club with the New Jersey Youth Soccer Association ("NJYSA") and with any other organization that furthers the purpose of the Club.

Section 2 Teams

- (a) The Club intends to form recreational intramural teams (the "Town Program") and competitive league teams (the "Travel Program") in its youth soccer program.
- (b) The Club shall form competitive league teams only for competing on a Club-basis (as opposed to select basis).
- (c) The Board may consider exceptions to the "Club-basis" provision case-by-case, provided a written request and justification is submitted to the Board.

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Article VII. Club Soccer Program (continued)

- (d) The Board may approve exceptions to the "Club-basis" provision by a two-thirds (2/3) vote.

Section 3 Rules of Play

- (a) The Laws of the Game as promulgated by the International Football Association Board ("FIFA") as modified by the NJYSA or by affiliated League(s) or tournament host, shall govern the soccer games in which Club teams participate.
- (b) The Laws of the Game as promulgated by the International Football Association Board ("FIFA") as may be modified by the Board shall govern the soccer games played by the recreational intramural teams of the Town Program.

Section 4 Club Colors

The official Club colors are royal blue, white and gold.

Article VIII. Board of Directors

Section 1 Composition

- (a) The number of Directors shall be not less than nine (9) or more than seventeen (17).
- (b) At no time may a Director be elected to the Board where his or her election would have more than one quarter (1/4) of the total number of Directors permanently residing outside the Township of Montclair.

Section 2 Board Assignment

Any Director, not serving as an officer, shall perform an assignment ("Board Assignment") specified each year by the President or the Board.

Section 3 Election and Term of Directors

- (a) Any Director may move to nominate candidates for Director
- (b) The Director Nominating Committee may recommend candidates for Director.
- (c) Directors shall be elected by upon two-thirds (2/3) vote, but not by less than six (6) votes.
- (d) Directors shall serve immediately upon election until resignation or removal.

Section 4 Resignation and Removal of Directors

- (a) Resignations from the Board should be submitted in writing to the President or the Board.
- (b) The Board may remove any Director by a two-thirds vote, but not less than six (6) votes.
- (c) Directors shall be given fourteen (14) days' prior notice of the motion to remove a Director.
- (d) The Board may remove any Director who fails to attend four (4) consecutive regular meetings of the Board.
- (e) The Director subject to a vote on removal shall be eligible to vote on that motion.

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Article VIII. Board of Directors (continued)

Section 5 Compensation

- (a) Directors shall not receive compensation for services rendered in their capacity as Director or Officer of the Club.
- (b) Directors and officers may receive reimbursement for expenses incurred in carrying out their duties on behalf of the Club.

Section 6 Advisory Members

- (a) The Board may elect by a two-thirds (2/3) vote individuals to serve as advisory members.
- (b) The Board may elect suppliers and service providers to serve only as advisory members, provided that not more than two (2) suppliers or service providers may serve at the same time.
 - (1) "Suppliers" are individuals that provide materials to the Club for fees in excess of 1,000 in a fiscal year.
 - (2) "Service providers" are individuals the Club hires for a specified period of time or an occasional basis to perform discrete tasks or carry out routine functions of the Club and who receive compensation in excess of \$1,000 in a fiscal year.
 - (3) Suppliers and service providers may not be elected Directors of the Club.
- (c) Individuals elected to the Board as advisory members shall not count toward a quorum nor be eligible to make motions, vote or hold office.
- (d) Individuals elected to serve as an advisory member of the Board shall not receive compensation, except for reimbursement for expenses incurred in carrying out responsibilities assigned by the Board.
- (e) The Board may remove advisory members by a two-thirds (2/3) vote.

Article IX. Meetings

Section 1 Quorum

- (a) A quorum of the Board shall be a majority of the Directors, but not less than six (6).
- (b) A quorum for any committee of the Club shall be a majority of its voting members, not including members *ex officio*, except as otherwise provided herein.

Section 2 Determination of Vote

In any instance a vote is required by the Board or one of its committees, a majority of all votes cast shall determine the issue, except as otherwise provided herein.

Section 3 Regular Meetings

- (a) The Board of Directors shall hold regular meetings at least four times per fiscal year.

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Article IX. Meetings (continued)

- (b) Directors shall be given at least seven (7) days' written notice of regular meetings, including the Annual Meeting and the Annual Budget Meeting.²

Section 4 The Board may make decisions binding on the Club or otherwise conduct business upon a majority vote of the Directors, except as provided herein.

Section 5 Annual Meeting

- (a) The Board shall schedule a regular meeting in January of each year that shall be known as the Annual Meeting.³
- (b) The Annual Meeting shall be for receiving final reports of Officers and committees, electing Officers, electing members of the Fundraising Committee, and for any other business that may arise.

Section 6 Annual Budget Meeting

- (a) The Board shall schedule a regular meeting by October 31 each year that shall be known as the Annual Budget Meeting.

Article IX. Meetings (continued)

- (b) The Annual Budget Meeting shall be for voting on the proposed budget of the Finance Committee and for any other business that may arise.
- (c) A written copy of the proposed budget of the Finance Committee shall be given to each Director at least fourteen (14) days before the Annual Budget Meeting.
- (d) The budget approved by the Board at the Annual Budget Meeting shall be the operating budget of the Club for the fiscal year, subject to amendment.

Section 7 Special Meetings

- (a) Special meetings of the Board may be called by the President, the Board, or by any Vice President, if such Vice President receives a petition signed by a majority of the Directors to call a special meeting.
- (b) Directors shall be given at least twenty-four (24) hours' oral or written notice of a special meeting.
- (c) The purpose of a special meeting shall be stated in the notice.
- (d) Only those issues pertaining to the purpose of the special meeting may be acted upon at the meeting.

Article X. Club Officers

Section 1 The officers of the Club shall be:

- (a) President
- (b) Vice President - Finance

² As amended, Amendment #1, adopted February 12, 2001.

³ As amended, Amendment #2, adopted February 12, 2002.

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Article X. Club Officers (continued)

- (c) Vice President - Town Program
- (d) Vice President - Travel Program
- (e) Secretary
- (f) Treasurer - Town Program
- (g) Treasurer - Travel Program
- (h) Registrar - Town Program
- (i) Registrar - Travel Program

Section 2 Term of Office

- (a) The term of an officer shall begin immediately upon election and continue until the election of a successor at the next Annual Meeting.
- (b) Officers may serve consecutive terms in the same office without limit.

Section 3 Nomination and Election of Officers

- (a) Officers shall be nominated and elected each year by the Board at the Annual Meeting in June.
- (b) The Board shall elect not less than three (3) and not more than seven (7) Directors to serve as members of the Officer Nominating Committee.
- (c) The Board shall elect the members of the Officer Nominating Committee no less than thirty (30) days before the Annual Meeting.
- (d) The President shall not be eligible to serve as a member of the Officer Nominating Committee and may not attend meetings of the Committee.
- (e) The Board shall designate a chairman *pro tem* to convene the initial meeting of the Committee after which a permanent chair shall be elected by the Committee itself.
- (f) The Officer Nominating Committee shall select a slate of officer nominees and provide all Directors written notice of such slate at least fourteen (14) days before the Annual Meeting. The Officer Nominating Committee shall present its slate of nominees in its report to the Board at the Annual Meeting.
- (g) The President shall call for further nominations from the floor.
- (h) The President shall make known those names nominated from the floor after the closing of nominations.
- (i) The nominee for each office receiving a majority vote shall be elected.
- (j) In the event, no nominee for an office receives a majority vote, the balloting shall be repeated for as many times as necessary to obtain a majority vote for a single candidate.

Section 4 Vacancy of Office

- (a) The Board shall conduct an election to fill a vacancy of office.
- (b) Directors shall be given written notice of an election to fill a vacancy of office at least fourteen (14) days before the meeting at which the vote will be taken.
- (c) Any Director may move to nominate a candidate for office.

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Article X. Club Officers (continued)

- (d) The voting process shall be conducted by the same rules used to elect an officer at the Annual Meeting.

Section 5 Resignation from Office and Removal of Officers

- (a) An officer who resigns from office should notify the President or the Board in writing.
- (b) The Board may remove an officer by a two-thirds (2/3) vote, but not less than six (6) votes.
- (c) Directors shall be given written notice of a motion to remove an officer at least fourteen (14) days before the meeting of the vote to remove.
- (d) The officer subject to a vote on removal shall be eligible to vote on that motion.
- (e) The removal of an officer from office shall not in itself remove that person as a Director of the Board.

Section 6 Qualifications

- (a) Only Directors may serve as officers of the Club.
- (b) Directors shall have served at least one (1) year on the Board to be eligible to hold office.
- (c) The Board may elect an officer with less than one year on the Board by a two-thirds (2/3) vote.
- (e) No officer shall hold more than one office at a time.

Article XI. Duties and Responsibilities of Officers

Section 1 The officers of the Club shall perform the duties herein assigned and such other responsibilities as may be delegated by the President or the Board.

Section 2 The President shall:

- (a) act as the Chief Executive Officer of the Club;
- (b) supervise and control the general operation of the Club subject to the Bylaws and the decisions of the Board;
- (c) preside at meetings of the Board and the Executive Committee;
- (d) have power to call regular and special meetings of the Board or meetings of the Executive Committee;
- (e) have power to call meetings of standing and special committees;
- (f) have power to postpone an Annual Meeting or special meeting up to 30 days, postpone regular meetings of the Board indefinitely, and may cancel his or her own call for a special meeting or a meeting of a standing committee, special committee or the Executive Committee;
- (g) may appoint a Vice President to convene and chair a meeting of the Board or the Executive Committee;

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Article XI. Duties and Responsibilities of Officers (continued)

- (h) act as the general representative and principal spokesman for the Club;
- (i) execute, together with the Vice President - Finance, all contracts of the Club;
- (j) serve as chair of the Director Nominating Committee and *ex officio* as a member of all other committees except the Officer Nominating Committee; and
- (k) may delegate responsibilities to officers or other Directors as needed, but not the duty of executing contracts together with the Vice President Finance.
 - (1) Any responsibilities so delegated by the President shall not be re-delegated by anyone other than the President.

Section 3 The Vice President - Finance shall:

- (a) act as the Chief Financial Officer of the Club responsible for supervising the financial affairs of the Club;
- (b) serve as chair of the Finance Committee;
- (c) issue financial statements to the Board at least quarterly;
- (d) be responsible for preparing and submitting tax documents as required by law;
- (e) ensure that the Funds of the Club are properly segregated and maintained;
- (f) issue separate financial statements for each Fund of the Club;
- (g) execute, together with the President, all contracts of the Club;
- (h) serve as a member of the Director Nominating Committee and *ex officio* as a member of the Town Committee, the Travel Committee, and the Soccership Committee; and
- (i) perform such other responsibilities as may be delegated by the President or the Board.

Section 4 The Vice President - Town Program shall:

- (a) supervise the operation of the Town Program in consultation with the Town Committee;
- (b) serve as chair of the Town Committee;
- (c) be responsible for:
 - (1) determining age and gender divisions for the formation of Town Program teams;
 - (2) scheduling and, as necessary, canceling Town Program games;
 - (3) appointing division commissioners;
 - (4) supervising the process of appointing and monitoring Town Program coaches;
 - (5) acquiring fields, field equipment, team uniforms and other supplies necessary for Town Program play;
 - (6) supervising the process for obtaining trained referees for all matches; and
 - (7) supervising the obligations of entities contracted by the Club to perform coaching or training services for the Town Program.
- (d) serve as chair of the Soccership Committee and as a member of the Director Nominating Committee and the Executive Committee; and

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Article XI. Duties and Responsibilities of Officers (continued)

- (e) perform such other responsibilities delegated by the President or the Board;

Section 5 The Vice President - Travel Program shall:

- (a) supervise the operation of the Travel Program in consultation with the Travel Committee;
- (b) serve as chair of the Travel Committee;
- (c) be responsible for:
 - (1) determining the league(s) with which the Club affiliates;
 - (2) appointing league representatives;
 - (3) managing the selection of players for Travel Program teams, including the design of the program for tryouts, and provide for the rostering of each team;
 - (4) obtaining fields and scheduling home field matches;
 - (5) administering the process for appointing and monitoring coaches and trainers for all Travel Program teams;
 - (6) supervising the obligations of entities contracted by the Club to perform coaching or training services for the Travel Program;
 - (7) procuring equipment and uniforms for all Travel Program teams; and
 - (8) coordinating with the respective League Referee Assignors to assign licensed referees to all home games of Travel Program teams;
- (d) serve as a member of the Soccership Committee, the Director Nominating Committee and the Executive Committee; and
- (e) perform such other responsibilities delegated by the President or the Board.

Section 6 The Secretary shall:

- (a) keep the minutes of all meetings of the Board and of the Executive Committee;
- (b) provide each Director with the approved minutes of meetings of the Board;
- (c) have charge of the Club's seal;
- (d) be responsible for making timely and proper notice of meetings of the Board and the Executive Committee;
- (e) serve as a member of the Executive Committee; and
- (f) perform such other responsibilities delegated by the President or the Board.

Section 7 The Treasurer - Town Program shall:

- (a) be responsible for the administration and disbursement of all monies received into the Town Program Fund, the Soccership Fund, and the Projects Fund.
- (b) report to the Vice President - Finance, at least monthly, the disposition of all monies received into the Town Program, the Soccership and the Projects Funds. This report shall include:
 - (1) all statements received from any financial institution holding monies of the such Funds;
 - (2) the date, the payee and the purpose of all disbursements.

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Article XI. Duties and Responsibilities of Officers (continued)

- (c) serve as a member of the Finance Committee, the Town Committee, the Soccership Committee and the Executive Committee; and
- (d) perform such other responsibilities delegated by the President or the Board.

Section 8 The Treasurer - Travel Program shall:

- (a) be responsible for the administration and disbursement of all monies received into the Travel Program Fund;
- (b) report to the Vice President - Finance, at least monthly, the disposition of all monies received into the Travel Fund. This report shall include:
 - (1) all statements received from any financial institution holding monies of the such Funds;
 - (2) the date, the payee and the purpose of all disbursements.
- (c) serve as a member of the Finance Committee, the Travel Committee, the Soccership Committee and the Executive Committee; and
- (d) perform such other responsibilities delegated by the President or the Board.

Section 9 The Registrar - Town Program shall:

- (a) be responsible for administering the player registration process the Town Program, including designing, distributing and collecting registration forms;
- (b) be the custodian for all team and player information and shall have the authority to verify the credentials of participants;
- (c) be responsible for the collection of all participation fees, along with any other monies, due to the Town Program Fund;
- (d) shall be responsible for depositing such collections into such depository or other financial institutions as approved by the President and the Vice President - Finance for the purpose of holding monies of the Town Program Fund;
- (e) make a full report to the Vice President - Finance, at least monthly, of all deposits made to the Town Program Fund. This report shall include all statements received from financial institutions holding Town Program monies with record of the date, the payer, and the purpose of each receipt.
- (f) serve as a member of the Town Program Committee and the Executive Committee; and
- (g) perform such other responsibilities delegated by the President or the Board.

Section 10 The Registrar - Travel Program shall:

- (a) be responsible for administering the player registration process for participants in the Travel Program;
- (b) implement a program for tryouts and the formation of Travel Program teams;
- (c) procure team registration packets and ensure that all the teams are properly rostered with the affiliated organizations through their respective League(s);

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Article XI. Duties and Responsibilities of Officers (continued)

- (d) custodian for all team and player information;
- (e) verify the credentials of any Travel Program participant, as needed;
- (f) coordinate with officials of affiliated organizations and other clubs, as needed;
- (g) be responsible for the collection of all participation fees, along with any other monies, due the Travel Program;
- (h) be responsible for depositing Travel Program monies into the Travel Program Fund at depository or other financial institutions approved by the President and the Vice President - Finance;
- (i) make a full report to the Vice President - Finance, at least monthly, of all deposits made to the Travel Program Fund. This report shall include all statements received from financial institutions holding Travel Program monies with record of the date, the payer, and the purpose of each receipt.
- (j) serve as a member of the Travel Program Committee and the Executive Committee; and
- (k) perform such other responsibilities delegated by the President or the Board.

Article XII. Funds

Section 1 The Club shall maintain separate funds for holding Club monies.

Section 2 The Funds of the Club shall include the Town Program Fund, the Travel Program Fund, the Soccership Fund and the Projects Fund.

Section 3 Town Program Fund

- (a) The Town Program Fund shall be maintained for collecting participation fees and paying the costs of the Town Program.
- (b) The Town Program Fund shall be administered by the Treasurer - Town Program and the Vice President - Finance.

Section 4 Travel Program Fund

- (a) The Travel Program Fund shall be maintained for collecting the participation fees and paying the costs of the Travel Program.
- (b) The Travel Program Fund shall be administered by the Treasurer - Travel Program and the Vice President - Finance.

Section 5 Soccership Fund

- (a) The Soccership Fund shall be maintained for collecting monies from the Town Program and the Travel Program to administer the Soccership policy of the Board which shall help subsidize parents or guardians not able to pay the participation fees and other assessments of the Club.
- (b) The Soccership Committee will assess an amount to each Club participant, then allocate an aggregate charge on the Town Program Fund and the Travel Program Fund, respectively.

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Article XII. Funds (continued)

- (c) The Soccership Fund shall be administered by the Treasurer - Town Program and the Vice President - Finance.

Section 6 Projects Fund

- (a) The Projects Fund shall be maintained for holding year-end surplus monies of the Town Program and Travel Program after deducting accruals. Those accruals may include:
 - (1) incurred expenses;
 - (2) any monies collected through fundraising activities not otherwise directed; and
 - (3) donations to the Club not otherwise directed to a specific Fund.
- (b) The Projects Fund shall be administered by the Treasurer - Town Program and the Vice President - Finance.
- (c) Disbursements from the Projects Fund, other than for direct costs of maintaining its accounts, shall require Board approval.

Section 7 The Board may establish other Funds as the need arises.

Section 8 The Vice President - Finance shall issue separate financial statements for each Fund.

Article XIII. Depository and Other Financial Institutions

Section 1 The President, together with the Vice President - Finance may open depository accounts on behalf of the Club with institutions insured by the Federal Deposit Insurance Corporation ("FDIC").

Section 2 The President, together with the Vice President - Finance, may open investment accounts.

- (a) The Board shall approve the opening of all investment accounts of the Club.
- (b) Investment accounts of the Club may not permit incurring debt or the purchase of investments on margin.

Section 3 Signatories

- (a) All authorizations to withdraw monies from these depository or investment accounts of the Club shall bear two signatures, a primary signature and a secondary signature, except for withdrawals from a petty cash fund.
 - (1) The petty cash fund shall be an account maintained by the Treasurer - Town League at a level determined by the Board.
 - (2) Withdrawals of monies from the petty cash fund shall bear the signature of the Vice-President - Finance or the Treasurer - Town.
- (b) The President or any Vice President of the Club shall be the secondary signatory on all accounts of the Club.

Section 4 The Treasurer - Travel Program shall hold the checks or other instruments issued for withdrawing monies from Travel Fund accounts; and shall be the primary signatory on such accounts.

Section 5 The Treasurer - Town Program shall hold the checks or other instruments issued for withdrawing monies from all Fund accounts of the Club, except for the Travel Fund, and shall be the primary signatory on such accounts.

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Article XIV. Committees

Section 1 Standing Committees

- (a) The standing committees of the Club shall include the Executive Committee, the Finance Committee, the Town Committee, the Travel Committee, the Soccership Committee, the Fundraising Committee, and the Officer Nominating Committee.
- (b) The standing committees of the Club shall report to the Board.
- (c) The Board may establish other standing committees as needed, subject to the applicable parliamentary rules adopted by the Club pertaining to Board constituted standing committees.

Section 2 Executive Committee

- (a) The Executive Committee shall be comprised of the Officers of the Club and, serving as *ex officio* members, the other Directors of the Club.
- (b) The Executive Committee shall provide emergency advice and direction to the President in carrying out his or her responsibilities under these Bylaws.
- (c) The Executive Committee shall meet on the call of the President or any Vice President delegated that responsibility by the President.
- (d) The Officers and other Directors of the Board shall be given at least two days' oral or written notice of an Executive Committee meeting.
- (e) The purpose of the meeting shall be stated in the notice.
- (f) A majority of the Officers of the Club shall constitute a quorum to conduct business.
- (g) Only those issues pertaining to the purpose of the meeting shall be acted upon in the meeting.
- (h) The Executive Committee shall have full power and authority by the Board to act for the Board as a whole upon a two-thirds (2/3) vote of the members attending the meeting.
- (i) The President shall report all actions taken by the Executive Committee to the Board at its next meeting.
- (j) The Executive Committee shall not have the power to elect or remove members of the Board, amend or suspend these Bylaws, or to dissolve the Club.

Section 3 Finance Committee

- (a) The Finance Committee shall be comprised of the Vice President - Finance as chair, the Treasurer - Town Program, the Treasurer - Travel Program, the Registrar - Town, the Registrar - Travel and the President as *ex officio* member.
- (b) The Finance Committee shall make recommendations to the Board regarding the financial affairs of the Club.
- (c) Annual Budget
 - (1) The Finance Committee shall prepare a detailed budget proposal for the fiscal year and submit it to the Board for approval at the Annual Budget Meeting.

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Article XIV. Committees (continued)

- (2) The Finance Committee will monitor the operating budget for the fiscal year and may recommend budget amendments for Board approval.

Section 4 Director Nominating Committee

- (a) The Director Nominating Committee shall be comprised of the President as chair, the Vice President - Finance, the Vice President - Town, the Vice President - Travel and other Directors as may be elected by the Board.
- (b) The Director Nominating Committee shall be responsible for recruiting and recommending candidates for election as Directors.

Section 5 Town Committee

- (a) The Town Committee shall be responsible for assisting the Vice President - Town Program in administering the Town Program.
- (b) The Town Committee shall be comprised of the Vice President - Town Program as chair, the Treasurer - Town Program, the Registrar - Town Program, other Directors as may be elected by the Board, and such other non-voting Committee members as may be appointed by the Vice President - Town Program or the Board.
- (c) The President and the Vice President - Finance shall serve on the Town Committee *ex officio* as members.

Section 6 Travel Committee

- (a) The Travel Committee shall be responsible for assisting the Vice President - Travel Program in administering the Travel Program.
- (b) The Travel Committee shall be comprised of the Vice President - Travel Program as chair, the Treasurer - Travel Program, the Registrar - Travel Program, other Directors as may be elected by the Board, and such other non-voting Committee members as may be appointed by the Vice President - Travel Program or the Board.
- (c) The President and the Vice President - Finance shall serve on the Travel Committee *ex officio* as members.

Section 7 Soccership Committee

- (a) The Soccership Committee shall be responsible for administering the Club's Soccership Policy, including setting the amounts available for soccerships and the amounts to be charged to Club participants to fund the soccership program.
- (b) The Soccership Committee shall be comprised of the Vice President - Town as chair, the Vice President - Travel, the Treasurer - Town Program, the Treasurer - Travel Program, and other Directors as may be elected by the Board.
- (c) The President and the Vice President - Finance shall serve *ex officio* as members of the Soccership Committee.

Section 8 Fundraising Committee

- (a) The Fundraising Committee shall be responsible for evaluating all fundraising proposals within the Club and reporting the assessments to the Board.

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Article XIV. Committees (continued)

- (b) The Fundraising Committee shall be comprised of no less than three Directors elected by the Board at the Annual Meeting.
- (c) The President and Vice President - Finance shall serve *ex officio* as members of the Fundraising Committee.

Section 9 Special Committees

- (a) The Board may appoint special (*select* or *ad hoc*) committees, as the need arises, to carry out a specified task.
- (b) Special committees shall automatically cease to exist at the completion of its specified task, that is, on presentation of its final report to the Board.
- (c) No special committee shall survive beyond the Annual Meeting.
- (d) The President shall serve *ex officio* as a member of all special committees.

Article XV. Dissolution of the Club and the Distribution of Net Assets

Section 1 Dissolution of the Club

- (a) The Board may dissolve the Club by a two-thirds (2/3) vote provided:
 - (1) each Director is given written notice of the meeting to dissolve the Club, together with the signed approval of a majority of the Directors, at least fourteen (14) days prior to the meeting of the vote;
 - (2) the purpose of the meeting shall be included in the notice;
 - (3) seasonal play is terminated; and
 - (4) a plan for the distribution of the Club assets remaining after the payment of its debts ("net assets") is incorporated in the resolution to dissolve the Club.

Section 2 Distribution of Net Assets of the Club.

- (a) The Board shall approve a plan to distribute the net assets of the Club upon the dissolution of the Club by a majority vote.
- (b) The plan for the distribution of net assets shall provide that the net assets of the Club be donated entirely to not-for-profit organizations that promote the sport of soccer.

Article XVI. Amendment of Bylaws

These Bylaws may be amended by a two-thirds (2/3) vote provided the proposed amendment has been submitted in writing to each Director at least fourteen (14) days before the meeting of the vote.