

# **CONSTITUTION OF KEWAUNEE COUNTY YOUTH SOCCER ASSOCIATION**

## **ARTICLE I: NAME**

The name of the organization shall be known as Kewaunee County Youth Soccer Association, a Wisconsin non-profit corporation. This corporation may also be referred to as KCYSA.

## **ARTICLE II: PURPOSE**

To provide for the boys and girls of the Kewaunee County area, a quality soccer program involving as many members of the community as possible, in affiliation with the Soccer Association for Youth, USA. To develop and encourage sportsmanship among its members and players for the betterment of their physical and social well being.

## **ARTICLE III: KCYSA CONSTITUTION**

The KCYSA constitution adopted this 3<sup>rd</sup> day of December, 2006, together with any subsequent amendments thereto is hereby incorporated by reference in its entirety in this Article III. In the event that any succeeding provision of the By-Laws conflicts with the KCYSA constitution, then the conflicting By-Law shall be invalid.

## **ARTICLE IV: AFFILIATION**

This organization shall be affiliated with the Soccer Association for Youth, USA, an Ohio corporation. KCYSA shall be governed by and shall comply with the principles, rules, and regulations enunciated and decreed by the Soccer Association for Youth, USA, unless the principles, rules, and regulations are superseded by and decreed in the KCYSA constitution and By-Laws.

## **ARTICLE V: POWERS**

This organization shall have the following powers, in addition the powers expressly or implicitly conferred on it by local, state, and federal law: To make and enforce rules and regulations decreed by the Soccer Association for Youth, USA, to which KCYSA is subject. To enter into contracts and to hold and own property.

## ARTICLE VI: MEMBERSHIP

Section 1: **Eligibility.** Membership in KCYSA shall be open to all persons interested in the purpose for which it is organized. All persons accepted as members of KCYSA shall agree to abide by the Constitution and By-Laws of this corporation.

Section 2: **Classes.** There shall be three classes of membership in this corporation, namely:

- 1) Administrative Members – The following shall be Administrative Members:
  - a. All Directors serving on the KCYSA Board of Directors.
  - b. All administrative members shall have one vote in the election of the Board of Directors.
- 2) Participating Members – The following, if they are not Administrative Members, shall be Participating Members:
  - a. All coaches registered with this corporation. All referees registered with this corporation.
  - b. All parents or legal guardians who have a child or children registered with this corporation.
  - c. All volunteers of the corporation regardless of whether he or she has a child registered with this corporation.
  - d. All participating members shall have one vote in the election of the Board of Directors.
- 3) Playing Members –
  - a. Playing Members shall consist of all youth soccer players registered with this corporation.
  - b. Playing Members shall have no voting rights with regard to the Board of Directors or the administration of this corporation.

## ARTICLE VII: GOVERNING BODY

The governing body of the organization shall be the Board of Directors. Said Board may adopt such rules and regulations for the conduct of its meetings and the management of the organization, as it may deem proper that are not in conflict with the rules and regulations of the Soccer Association for Youth, USA. The past President will sit on the Board as an advisor for one year following his/her term in a nonvoting capacity unless said past President is currently on the Board of Directors and/or so chooses not to be an advisor. The Board of Directors shall consist of the following:

OFFICERS	DIRECTORS	
President	Coaches	Publicity
Vice-President	Scheduling	Equipment
Secretary	Referees	Fundraising
Treasurer	Tournaments	Purchasing
	Fields	Registration

## **ARTICLE VIII: ELECTION**

Section 1: Nomination. Candidates for Elected Directors may be nominated in accordance with one of the following procedures.

- a. Any Participating Member or Administrative Member may nominate themselves as a candidate by written petition delivered to the Secretary of this corporation at least 35 days before the Annual Meeting.
- b. The Secretary and appointed nominating committee may nominate one or more candidates.

All nominees shall complete an application for Nomination to the KCSYA Board of Directors. Said application shall be delivered to the Secretary of this corporation at least 35 days before the Annual Meeting. The Secretary shall deliver this list of nominees to all Administrative Members, at least 30 days before the Annual Meeting.

NOTE: If no more than seven applications for nomination to the KCYSA Board of Directors are received within the above stated time, applications will be accepted for an additional seven days.

Section 2: Election

- a. The Secretary of the corporation shall develop a slate of candidates for election to the new Board of Directors and will distribute said list to current Board of Directors and upon request to any other member of KCYSA.
- b. The election of the Board of Directors shall be by the Administrative and Participating members as defined in Article VI, and shall be conducted at a meeting called by the presiding Board of Directors.
- c. Candidates for election should be present at the election meeting for the election of the Board of Directors or have a representative present.
- d. Election will be at the Annual meeting, scheduled at the end of the summer season. Ballots will be given to all voting members present. Candidates elected shall take office at the close of the election meeting.
- e. Officers will be elected from the Board of Directors by the new Board of Directors at the first meeting in October. Nominees for officers, or an agent representing the nominee, must be present at said meeting to be eligible for an officer position.
- f. Officers of the organization shall be elected and shall be the Executive Committee.

Section 3: Additional Directors The Officers and Directors may create, on an ad hoc

basis, such other director position(s) as necessary to fulfill the mission and purpose of the organization, and until the next regular election, may appoint a member of any newly created position. The Board of Directors shall also have the authority to merge and reconstitute positions as necessary to fulfill the mission and purpose of the organization.

## **ARTICLE IX: MEETINGS AND QUORUM**

**Annual Meeting:** An annual meeting shall be held on the third Sunday of September unless changed.

**Regular Meeting:** The Board of Directors shall hold meetings every month on the 1<sup>st</sup> Sunday of the month unless changed and except in September, which will be the Annual meeting.

**Special Meeting:** Special Meetings of the Board of Directors may be called at any time by the President upon written approval of 51% of all Administrative Members of the corporation. Notice of the time and place of special meeting shall be given by the Secretary in writing or via telephone call received by all Directors not later than the fourth business day immediately preceding the day for the meeting. Attendance of a Director at a special meeting shall constitute a waiver of notice of that meeting. Notice of any special meeting of the Board may be waived in a writing signed by all Directors, whether before or after the time of the meeting.

**Agenda:** The President shall approve an agenda for each meeting of the Board of Directors. In preparing the agenda, all other Directors shall be solicited for items to include on the agenda. The Secretary, with the President's approval, shall deliver the agenda for all meetings in writing to each Director not later than two weeks prior to the date of the meeting.

**Rules:** All meetings of the Board of Directors shall be conducted in accordance with the most recent version of Robert's Rules of Order.

**Action with a Meeting:** Any action required to be taken at any meeting of the Board of Directors may be taken without a meeting if all of the Directors of all of the members of the committee, as the case may be, are notified in writing of the action proposed and the requisite majority of the Board of Directors or of the committee, as the case may be, assent to the action taken or to be taken and confirm their consent to such action taken or to be taken in writing and dated. In any case where a Director or a member of the committee, as the case may be, cannot be contacted after at least three different mediums of contact, the non-response shall be considered and recorded as an abstention vote to the action to be taken. In any case requiring a vote where a Director or a member of the committee, as the case may be, has been contacted, but the Director or the committee member, as the case may be, chooses not to vote on the matter at hand, the non-response shall be considered and recorded as an abstention vote to the action to be taken.

**Open Meetings:** All meetings of the Board of Directors shall be open to all Administrative and Participating members of this corporation, subject to space availability, unless the Board determines that it is necessary to hold an Executive session. An executive session is defined in the Robert's Rules Of Order.

**Open Floor:** A Thirty (30) minute total time limit will be placed on all guest(s) open floor session. If more than one guest is present, the Thirty (30) minutes shall be divided equally amongst all guests wishing to speak.

**Quorum:** A quorum consists of over 50% of the normal elected Board size. The taking of any action will require the affirmative vote of a majority of the Directors present at any meeting at which a quorum is present, unless the act of a greater number of Directors is required either by law, by the Constitution, or by the By-Laws. The President shall not vote on any matter before the Board except to resolve a tie vote among the Directors. If at any meeting of the Board of Directors less than a quorum is present, no business may be transacted until such time a quorum is achieved.

## **ARTICLE X: REMOVAL**

Any Board member may be removed at any time for actions that are deemed detrimental to this association. No removal of an elected Director shall be voted upon at any meeting of the Board of Directors unless the elected Director whose removal is proposed has been given thirty (30) days' prior notice of the intention to hold such a vote and an opportunity to be present and heard at the meeting at which the removal is to be voted upon.

Removal shall be by two-thirds (2/3) affirmative vote of the Board of Directors.

**Vacancies:** The remaining term of any elected Director who has died, resigned, or been removed from office shall be filled by a majority vote of the remaining elected Directors.

## **ARTICLE XI: ORGANIZATIONAL AND PLAYING RULES**

The playing rules of this corporation shall consist of the Laws of the Game and Universal Guide for Referees published by FIFA, and as modified by SAY and this Constitution. The Organizational Rules of this corporation shall consist of the rules and regulations established by SAY and this Constitution that affect the organization and conduct of soccer teams.

## **ARTICLE XII: BY-LAWS**

The Board of Directors shall adopt by-Laws for this corporation. The power to amend or repeal existing By-Laws or to adopt new By-Laws shall be vested in the Board of Directors. The By-Laws shall contain such provisions as are necessary to ensure compliance with this constitution. The By-Laws may contain any other provisions for the

regulation and management of the affairs of this corporation, which are not inconsistent with this constitution.

### **ARTICLE XIII: AMENDMENTS**

This constitution may be amended by a two-thirds (2/3) majority (provided a quorum is met) affirmative vote of the Board. Any such amendments shall be presented at one meeting and voted on at a subsequent time within forty-five (45) days after said meeting. The vote shall be by a show of hands.

### **ARTICLE XIV: EFFECTIVE DATE, REPEALER AND TRANSITIONAL PROVISIONS**

This Constitution is an amendment in its entirety of all prior enacted constitutions of this corporation and upon its adoption all of those prior constitutions are repealed. This Constitution shall be effective upon the vote of at least two-thirds (2/3) of the members of the Board of Directors, present and voting, serving in accordance with the Constitution and By-Laws of this corporation in effect on the date of voting. Those persons serving as Directors of this corporation on the date of the adoption of this Constitution shall constitute the Board of Directors under this Constitution without regard to any limitation contained in this Constitution on the number or ratio of such Directors and shall so serve until the first Annual Meeting following the adoption of this Constitution.

The Board of Directors of KCYSA has adopted this Constitution on December 3, 2006.

Amended: April 1, 2012 by the Board of Directors of KCYSA Article VIII, Section 3.

Robyn Harper, President