

Horsham Soccer Association By-laws
HORSHAM SOCCER ASSOCIATION, INC.
BYLAWS

Revision of Article I: July 14, 2016
Originally Adopted September 9, 1992

6 Pages

ARTICLE I – ASSOCIATION

1.1. The Corporation's name is "Horsham Soccer Association, Inc." herein to be referred to as the "Association."

1.2. The Association shall have an office at such place as the Board of Directors may from time to time appoint, or the activities of the Association may require.

1.3. Should said Association dissolve, all funds or other property held by this Association shall be distributed as follows:

1.3.1. If the existence of the Association terminates by merger with another like corporation, resulting in a new or successor nonprofit corporation equally qualified in nonprofit tax exempt status under Section 501(c)(3) of the Internal Revenue Code, then to the new or successor corporation.

1.3.2. Should the Association be dissolved, all assets remaining after payment of debts shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for the purpose of development of youth soccer and is tax exempt under Section 501(c)(3).

1.3.3. Any assets not so disposed of shall be disposed of by the Court of Common Pleas for the county in which the principal office of the corporation is then located for exempt purposes within the meaning of Section 501(c)(3).

Revision of Article II: June 9, 1999

Originally Adopted September 9, 1992

ARTICLE II – SEAL

2.1. Seal – The corporate seal shall have inscribed thereon the name of the corporation as set forth above, the year of its organization and the words "Corporate Seal, Pennsylvania."

Revision of Article III: March 13, 2013

Originally Adopted September 9, 1992

ARTICLE III – GENERAL MEMBERSHIP

3.1. The following persons shall be members of the Association:

3.1.1. Any adult participant who pays his/her annual fee to the Association to participate on a team fielded by the Association.

3.1.2. Any adult parent(s) or guardian(s) who pay(s) an annual fee to the Association for participation by his/her child(ren)/ward(s) in the Association's programs.

3.1.3. Any approved coach for the Association who has no child participating in the Association.

3.1.4. Any member of the Board of Directors for the Association.

3.2. Membership shall automatically expire if a person no longer qualifies according to the above criteria.

3.3. Membership shall be limited to a maximum of twenty percent (20%) non-Horsham Township residents.

3.4. Members shall have the right to attend all meetings of the General Membership and to enjoy the privileges of membership set forth herein.

3.5. Membership may be suspended and/or terminated by majority vote of the Board of Directors if a member's action/behavior is deemed inconsistent with Horsham Soccer Association's Code of Conduct, also known as a "Parent's Pledge". Horsham Soccer Association's Code of Conduct will be published and considered acknowledged by each member signing a copy of Horsham Soccer Association's Code of Conduct. Each player's coach will be responsible for administering and collecting an annually signed Code of Conduct from each member prior at the start of each season's first practice. Horsham Soccer Association's Code of Conduct may be revised by majority vote of the Board of Director.

Revision of Article IV: September 9, 2015

Originally Adopted September 9, 1992

ARTICLE IV – MEMBERSHIP MEETINGS

4.1. Annual Meeting – The Annual Meeting of the General Membership of the Association shall be held at the "Kohler Field Club House" located on Limekiln Pike, Horsham, Pennsylvania or at an alternate venue provided that advanced notification of at least 5 days is provided by the Board of Directors to then general membership on the second Wednesday in November at 8:00 p.m. in each year for the purpose of electing Board of Directors, who shall be the officers of the Corporation, consisting of at least a President, Vice President, Secretary, Treasurer, and Athletic Director, and such other officers as the General Membership may elect

4.2. Monthly Meetings – A monthly meeting of the General Membership will be held at the said club house or at an alternate venue provided that advanced notification of at least 5 days is provided by the Board of Directors to the general membership on the second Wednesday in March, May, August, September, October and November. All meetings will start at 8:00 p.m. Mandatory coaches meetings would take place in July. Committee chairpersons should attend these meetings to update the board and general membership on issues and plans

4.3. Special Meetings – Special meetings of the General Membership may be called at any time by the Board of Directors or members entitled to cast at least ten percent (10%) of the votes. At any time, upon written request of any such persons, it shall be the duty of the Secretary to fix the time and place of the meeting which shall be held not more than thirty days after the receipt of the request. The Secretary shall provide all members with ten days written notice of the time and place and purpose of such special meeting. Business transacted at all special meetings shall be confined to the purpose stated in the notice.

4.4. Quorum – A quorum for a General Membership Meeting shall consist of five (5) members.

4.5. In the event that a quorum is known to not be achievable then the board of directors by agreement may change the date and location of either the annual or any monthly meeting. The board of directors shall provide notification any meeting change to the General Membership by posting to Horsham Soccer's website and an email sent to the General Membership

4.6. Rules of Order – Roberts Rules of Order shall govern the proceedings of all General Membership Meetings except where such Rules conflict with the bylaws of the Association, in which case the bylaws shall prevail.

4.7. Voting of Membership –

4.7.1. All members shall have the right to vote at General Membership Meetings on the subject matters of election or impeachment of Officers/Board of Directors, approving the Annual Budget and changes thereto, changes to bylaws, any matter which the Board of Directors wishes to bring before the General Membership, and any other matter specifically called for by the Board of Directors in a monthly meeting or as set forth in the notice in a

special meeting; provided that voting privileges shall be limited to one vote per immediate family (defined as spouses, guardians, parents, children, and wards residing in the same dwelling).

4.7.2. Except as otherwise provided for in these bylaws, all votes shall be decided by a majority of Members present at the General Membership Meeting.

4.7.3. The Secretary shall be in charge of counting all votes of the General Membership.

4.7.4. The right of a member to vote shall cease upon termination of his or her Membership.

Revision of Article V: May 21, 2014

Originally Adopted September 9, 1992

ARTICLE V - BOARD OF DIRECTORS/OFFICERS

5.1. Board and Numbers – The Association shall be governed by a Board of Directors consisting of adult individuals elected by the General Membership at the Annual Meeting and consisting of at least the President, Vice-President, Secretary, Treasurer, and Athletic Director of the Association. The number of Directors shall not be less than five or more than fifteen. All business and affairs of this Association shall be managed by the Board of Directors which may exercise all legal powers of the Association and do all such lawful acts and things as are not by statute or by the Articles of Incorporation or by these bylaws directed or required to be exercised or done by the Association.

5.2. Term of Office – The term of office will be one year. Directors shall assume their duties commencing on December 1 of each year, and their term shall expire on November 30 of the following year. All elections of Directors/Officers shall be by a majority vote of the Membership of the Association present.

5.3. Attendance at Monthly Membership Meeting – If a Member of the Board of Directors is unable to attend any monthly meeting, he or she must notify the President or Secretary prior to such meeting. Any Board Member with three absences during one calendar year will be reviewed for possible dismissal by the Board of Directors. Any Board Member with excessive absences during one calendar year will be reviewed for possible dismissal as a Board Member by the Board of Directors.

5.4. General Duties and Powers –

5.4.1. The Board of Directors shall have the power to appoint such Standing Committees as it shall determine and to delegate such powers to them as the Board shall deem advisable, and to appoint Chairpersons and Assistant Chairpersons of such Standing Committees. The Board of Directors shall develop guidelines for specific tasks and duties to be implemented by each of the Chairpersons. The Board of Directors shall divide between themselves responsibility for specific Standing Committees in order that Chairpersons shall be directly responsible to a specific Director.

5.4.2. The Board of Directors may adopt such rules and regulations for the conduct of its meetings and the management of the Association as it may deem proper.

5.4.3. The Board of Directors shall have the power by three-fifths vote of those Directors present at any meeting to discipline or suspend any Director/Officer or Committee Member of the Association.

5.4.4. The Board of Directors shall prepare a proposed Budget to be voted on in the March General Membership Meeting.

5.5. Meetings – The Board of Directors shall have meetings separate from the General membership Meetings at least once before each General Membership Meeting and at such other times as the majority of the Board of Directors shall decide. All members of the Board of Directors shall be given sufficient notice of the time, place, and purpose of each meeting of the Board of Directors. A quorum shall consist of three Directors.

5.6. Specific Duties of Officers:

5.6.1. Duties of the President:

- a. Shall preside at all meetings of the General Membership and Directors.
- b. Shall sign all legal documents and papers.
- c. Shall have the power to sign all disbursements of the Association.
- d. Shall perform all other duties as are usually attached to the Office of the President under the law.

5.6.2. Duties of the Vice President:

- a. Shall assist the President and shall assume all duties of the President in his or her absence.

5.6.3. Duties of the Secretary

- a. Shall keep an attendance record of each meeting.
- b. Shall keep a record and minutes of all meetings.
- c. Shall give notice of all special meetings to those entitled thereto.
- d. Shall read the minutes of the previous meeting.
- e. Shall keep a copy of all membership lists.
- f. Shall receive copies of all correspondence of the Association.
- g. Shall count and record all votes at all meetings.
- h. Shall keep the corporate seal and affix it to such legal documents authorized to be executed by the Board of Directors.
- i. Shall keep an original record of all minutes of the General Membership and Board of Directors, Articles of Incorporation, bylaws, Rules and Regulations, Policies, Standing Committees Guidelines, and any other written records of the Association.

5.6.4. Duties of the Treasurer:

- a. Shall present to the Board of Directors at each meeting a Bill List containing all bills to be paid.
- b. Shall pay, as directed by the Board of Directors, from the Operating Fund, all Liabilities of the Association. Disbursements of funds shall be directed by the Board of Directors.
- c. Shall keep records of all disbursements in the form of check stubs and a disbursement journal.
- d. Shall present an annual operating budget for approval at the January meeting.
- e. Shall present a Financial Statement (Profit/Loss, Balance Sheet) at each meeting.
- f. Shall keep records of all receipts in the form of a cash receipts journal.
- g. Shall present a Treasurer's Report showing all receipts, transfers from and to savings, disbursements, and outstanding bills at each Monthly Meeting.
- h. Shall make all deposits of receipts.

5.6.5. Duties of the Athletic Director:

- a. Shall act as liaison between the Board of Directors and the Coaching Staff/Panel.
- b. Shall be responsible for the competitive and instructional activities of the Association.

ARTICLE VI – ELECTION OF BOARD OF DIRECTORS/OFFICERS

6.1. Any current member, with a child in the club, a may be nominated for an office or position on the Board of Directors for the following year. Nominations shall be presented in writing to the Nomination Committee. Nominations shall be closed at the end of the October Meeting.

6.2. Elections shall be held at the November General Membership Meeting. Elections are to be by secret ballot of the current membership as defined in Article III, “GENERAL MEMBERSHIP.” Voting privileges shall be limited to one vote per immediate family, and all positions shall be elected by majority vote of members present and eligible to vote.

6.3. Newly elected Directors/Officers will be announced at the end of such election.

ARTICLE VII – VACANCIES

7.1. If a vacancy occurs in any office of the Board of Directors, the Board of Directors shall appoint a person otherwise eligible to be a member of a Standing Committee to fill the vacancy until such term expires.

7.2. If a vacancy occurs in a Standing Committee, the Board of Directors shall appoint a person otherwise eligible to be a Member of a Standing Committee to fill the vacancy until such term expires.

ARTICLE VIII – IMPEACHMENT

8.1. Any member of the Board of Directors may be impeached if he or she:

8.1.1. Fails to fulfill their obligations to the Association.

8.1.2. Acts in any manner detrimental to the Association or is in violation of its Rules, Regulations, and bylaws.

8.1.3. Fails to fulfill their obligations to the Association.

8.2. A Committee Chairperson or Assistant Chairperson can be impeached if he or she:

8.2.1. Acts in any manner detrimental to the Association or is in violation of its Rules, Regulations, and bylaws.

8.3. A majority vote of the General Membership present is necessary for any impeachment.

8.4. Voting privileges shall be limited to one vote per immediate family.

ARTICLE IX – STANDING COMMITTEES

9.1. The following are Standing Committees of the Association:

Building Supervisor	Rules and Bylaws
Education	Scheduling
Field Maintenance	Senior Intramural
Grievances	Snackstand
Health	Sponsors
Intercounty	Spring League
Nominations and Elections	U-8
Publicity	U-10
Referees	Volunteers
Registration	

9.2. The powers and duties of each Standing Committee shall be set by the Board of Directors.

9.3. Each Standing Committee shall have a Chairperson and an Assistant Chairperson appointed each year by the Board of Directors.

9.4. The Board of Directors shall have the right to add additional Standing Committees as the need arises.

9.5. Each Chairperson shall annually provide the Board of Directors with his or her proposed budgetary needs by October 31 of each year in order to assist in establishing a budget for the following year.

9.6. Each Committee Chairperson (or in his or her absence, the Assistant Chairperson) shall present a Committee report to the Association in the monthly General Membership Meeting indicating anything he or she determines to be of importance to the Association.

Revision of Article X: May 21, 2014

Originally Adopted September 9, 1992

ARTICLE X – FINANCE AND ACCOUNTING

10.1. The Board of Directors shall decide all matters pertaining to finance and shall place all revenues into the treasury to be used for the benefit of the Association.

10.2. No member of the Association shall receive, directly or indirectly, any salary or monetary compensation from the Association unless by Board approval a member is allocated monetary compensation to perform a task for the Association.

10.3. An Operating/General Fund shall be established for payments of liabilities, refunds, depositing of receipts, and the acquisitions of fixed assets. The Operating/General Fund shall consist of at least one interest bearing account.

10.4. Only upon approval of the Board of Directors shall transfers of funds be made between the Operating/General Fund and any other Fund.

10.5. All expenses above \$150.00 are to be approved in advance by the Board of Directors.

10.6. All expenditures fewer than one hundred fifty dollars (\$150.00) can only be made by a member of the Board of Directors or Standing Committee Chairperson and must be accompanied with an appropriate invoice or sales slip. An appropriate invoice or sales slip is defined as one clearly marked with the purchaser's signature, a description of the goods purchased, reason for purchase, dollar amount of purchase, purchase date, and from whom purchased. Before an individual can receive payment for goods purchased on behalf of the Association, that individual must submit to the Treasurer or President an appropriate invoice or sales slip.

10.7. No purchases may be made on an open account without prior approval of the Board of Directors. If such purchase is approved, then an appropriate invoice or sales slip, for that purchase, must be forwarded to the Treasurer by the next General Membership Meeting of such purchase. If an appropriate invoice or sales slip is not submitted within the required time, then payment to the supplier for that purchase may become the responsibility of the person doing the buying and not that of the Association.

10.8. There will be at least two designated Board of Director members who are not the treasurer that will be authorized to sign disbursements. No disbursements can be made without an authorized signature from at least one of these authorized Board of Director members.

10.9. At the end of each December, and in conjunction with the close of the fiscal year, an independent auditor will conduct a minimum of a compilation of the Association's financial statements.

10.10. The Treasurer shall present the results of the independent review at the March General Membership meeting. The Board of Directors are required to review and approve the independent review results and the secretary will keep each year's review on file.

10.11. In addition to the treasurer, another member or members of the Board of Director will be granted read only access to the treasury financial transactions so that these members can directly review all financial transactions.