

# **Marshalltown Area Soccer Club**

## **Article I: Entity**

This association shall be known as the Marshalltown Area Soccer Club, hereafter designated as MASC

## **Article II: Purpose**

The purpose of this club shall be to develop, promote and administer a progressive soccer program. The goals of the soccer program are to:

1. Provide a fun recreational experience by means of organized soccer
2. Develop individual skills in all facets of the game of soccer
3. Promote team play and sportsmanship through soccer practice and game situations
4. Acquaint all participants with the rules of soccer
5. Promote soccer as a family activity
6. Promote good health of participants to supplement other community programs offered.

## **Article III: Organization of the Board of Directors**

MASC shall be governed by the following officers and directors:

Officers: President, Vice President, Secretary and Treasurer

Directors: Coaching and Player Development, Facilities & Property, Referees, Registrar, and League Association Representative.

As a joint body, these officers and directors shall be designated as the MASC Board of Directors. The Board of Directors shall generally supervise the affairs of the club and shall perform such other duties as are specified in these Bylaws, specifically:

The Board of Directors shall, at a minimum, meet prior to the beginning of each season, prior to the end of each season and following the completion of each season.

Persons elected to the offices of President, Vice President, Secretary and Treasurer shall not be members of the same family unit.

Dues and fees shall be set by the Board of Directors.

A simple majority of the Board of Directors members shall constitute a quorum. A majority vote of the Board of Directors members shall govern.

Non voting members of MASC Board of Directors may request time on the board meeting agenda through the President.

## **A. Officers and Duties**

### **President**

- Supervise all activities of the club
- Call for regular meetings of the Board of Directors and serve as chairperson of the meetings
- Appoint special officers/committees as required
- Take prudent and reasonable action in cases not covered by MASC Bylaws
- Maintains standard operating guidelines for the position of president and keeps current to include all rules and information available from the club, league association and state association.
- Direct activities related to board member replacement should vacancies occur during mid term.
- As chairperson of the Club and Membership boards, the President shall vote only in the case of a tie

### **Vice President**

- Assume the President's duties in the even of his/her absence
- Is responsible for relaying goals, objectives and rules of the program and games to all volunteers
- Is responsible for program fund raisers
- Shall be responsible for contacting sponsors for renewal fees and supporting the development and execution of sponsorship programs
- Maintains standard operating guidelines for the position of vice president and keeps current to include all rules and information available from the club, league association and state association.

### **Secretary**

- Record and distribute the minutes of all meetings
- Attend to all correspondence and keep the records of the club
- Maintains standard operating guidelines for the position of secretary and keeps current to include all rules and information available from the club, league association and state association.
- Work with each board member and the board collectively to identify newspaper, radio and newsletter announcements
- Prepare roster and league schedule book for publication and distribution
- Is responsible for field bulletin boards, notices, posters, picture, radio announcements and newspaper articles.
- Coordinate all board communication to members, parents coaches and referees (excludes directors' normal communication on a day-to-day basis)

## Treasurer

- Receive, disperse record and account for all funds of the club
- Maintain checking and savings accounts with signature authority
- Is responsible for collecting, recording and verifying all registration receipts
- Work with all board members concerning purchases
- Develop annual budget and keep status current.
- Maintains standard operating guidelines for the position of treasurer and keeps current to include all rules and information available from the club, league association and state association.

## Director of Coaching & Player Development

- Maintains standard operating guidelines for the position of Director of Coaching and Player Development and keeps current to include all rules and information available from the club, league association and state association.
- Manages the day-to-day coaching and player development programs including the development of program policies, procedures, initiatives and philosophies to the MASC Board of Directors for approval and implementation
- Represent the club's interest at the league and state level in activities, policies and procedures that impact coaching and player development
- Supports the Division Commissioners in the recruitment of coaches and assistant coaches

## Director of Facilities and Property

- Maintains standard operating guidelines for the position of Facilities & Property and keeps current to include all rules and information available from the club, league association and state association.
- Provides support and guidance to Equipment and Fields Director's
- Manages activities related to all capital improvement programs impacting club property and facilities

## Director of Equipment

- Keep inventory and location current of all MASC equipment
- Issue necessary equipment with inventory sheet to coaches at beginning of the season and receive inventoried equipment back at the end of the season
- Make recommendations on purchasing or renting needed equipment at the end of the season
- Work with the Division Commissioners, Registrar and uniform vendors to ensure uniforms are available and adequate to meet MASC needs
- Reports to the Director of Facilities and Property and in the absence of such, will act as the voting representative for that position to the MASC Board of Directors

### Director of Fields

- Provide field and facilities to support MASC activities to include but not limited to parking, fencing, bulletin board and building upkeep
- Maintain and line fields to support recreation, traveling and tournament schedules (provided by directors)
- Ensure nets, goals, flags and other necessary field items are available to meet schedules and are in proper repair
- Obtain and maintain equipment necessary for skills testing and obstacle course for the club
- Reports to the Director of Facilities and Property and in the absence of such, will act as the voting representative for that position to the MASC Board of Directors

### Director of Referees/Assignor

- Is responsible for organizing referee clinics and training
- Is responsible for scheduling of referees for all home games
- Is responsible for working with associated league representatives in scheduling referees for associated league games
- Is responsible for recording and reporting all game scores to the Secretary
- Report to the Treasurer the amount due to referees
- Handle all complaints against the referees with the President
- Maintains standard operating guidelines for the position of Director of Referees/Assignor and keeps current to include all rules and information available from the club, league association and state association.

### Registrar

- Is responsible for organizing and setting registration
- Directs league team selection in accordance with club, league and state guidelines
- Provides team rosters to all board members
- Schedules all inter-club games and fields
- Maintains all records of player and team registration, registration forms and supporting technology
- Is responsible to support the Treasurer in the collection of any outstanding registration fees
- Act as the Association's representative in interactions with local, state, and national registration officers.
- Maintains standard operating guidelines for the position of Registrar and keeps current to include all rules and information available from the club, league association and state association.

#### Director of Concessions

- Is responsible for stocking and maintaining the proper inventory and equipment required to run a profitable concession stand
- Is responsible for recruiting and training all concession supervisory volunteers
- Is responsible for scheduling all volunteer concessions help
- Is responsible for weekly reconciliation of revenue with the bank and Treasurer
- Maintains standard operating guidelines for the position of Director of Concessions and keeps current to include all rules and information available from the club, league association and state association.
- Reports to the Treasurer

#### League Association Representative

- Shall attend or designate someone to attend all Greater Des Moines soccer meetings and functions, in order to establish and maintain MASC's good standing
- Shall report all Greater Des Moines information to the MASC Board of Directors in a timely fashion
- Shall furnish all soccer tournament information to the Director of the Recreation League and the Director of Traveling League Teams as soon as feasible
- Maintains standard operating guidelines for the position of League Association Representative and keeps current to include all rules and information available from the club, league association and state association.

#### Division Commissioner:

- Shall organize the activities of the assigned age development programs
- Shall assist the Registrar to set up game schedules, organize teams in accordance with the guidelines of the Club's, League and State policy
- Shall recruit coaches, assistant coaches and team parents with the support of the Director of Coaching and Player Development.
- Shall serve as information director for new players and parents of the age group
- Shall support the Director of Coaching and Player Development and in the absence of such, will act as the voting representative for that position to the MASC Board of Directors

### **Article IV: Membership**

- A. Members: Payment of the membership fee is the only requirement
- B. Officers: Officers shall be a Board Member, elected or appointed
- C. Board Members: Must be 21 years of age.

## **Article V: Nomination and Election of Board Members**

The Board shall appoint a nominating committee of:

Two Board Members  
Two Coaches  
Two non-coaching parents.

This committee is responsible for the election process. This committee will solicit a list of qualified individuals who have consented to be nominated. The committee will present the list at the general election.

Terms will be for two years. Six board members terms will expire at the end of odd number years, seven board members will expire at the end of even numbered years. The election will be held at the Annual Fall Meeting

There will be a minimum of two non-coaching parents and a minimum of two coaches on the Board

The Nominating Committee shall be responsible for handling of the election process and notification of the nominees.

## **Article VI: Election of Officers**

The election of officers shall be at the first meeting held after the elections

The elections shall be by ballot

All Board members shall assume Board positions on January 1.

## **Article VII: Affiliation**

All members and activities shall be governed by the Iowa Soccer Association

## **Article VIII: Standard of Conduct**

Section 1: Any person who was or is a party or threatened to be made a party to any threatened, pending or completed action, suite or proceedings, whether civil, criminal, administrative or investigative (other than an action by or in right of the Club) by reason of the fact that he/she is or was a director, officer, employee or agent of the Club, or is or was serving at the request of the Club as a director, officer, employee or agent or another corporation, partnership, joint venture, trust or enterprise, shall be indemnified to the following extend under the following circumstances

a) In an action, suite or proceeding other than n action by or in the right of the Club, such person shall bee indemnified against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceeding if he/she acted in good faith

and in a manner he/she reasonably believed to be in or not opposed to the best interest of the Club, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The conviction or upon a plea or non contender or its equivalent shall not, itself, create a presumption that the person did not act in good faith and in a manner which he/she reasonably believed to be in or not opposed to the best interests of the Cub, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

b) In an action, suit or proceedings b or in the right of the Cub, such person shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him/her in connection with the defense or settlement of such action or suit if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Cub and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Club unless and only to the extend that the court in which such action or suite was brought shall determine upon application that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

Section 2: Conditions for Indemnification -Any indemnification under this Bylaw (unless ordered by the court) shall be made by the Club only.

a). To the extend that a director, officer, employee or agent of the Club has been successful on the merits or otherwise in the defense of any action, suit or proceeding referred to in paragraph (a) and (b) of Section 1 above, or in the defense of any claim, issue or matter therein, he/she shall be indemnified against expenses in connection therewith or

b) Upon determination that the indemnification of such director, officer, employee or agent is proper in the circumstances because he/she has met the applicable standard of conduct set forth in paragraphs (a) and (b) of Section 1 above. Such determination shall be made by (1) Board of Directors by a majority vote of a quorum consisting of directors who are not parties to the action, suit or proceeding, or (s) is such quorum is not obtainable, or even if obtainable, a quorum of disinterested Directors, so directs, independent legal counsel in a written opinion or (3) the membership.

## **Article IX: Protest and Appeals**

Section 1: Protests: The Club President shall appoint, at the beginning of each seasonal year, a Disciplinary Committee of three (3) persons to hear cases that may require disciplinary action. The committee shall include one Executive Board member (other than the President), who shall preside at committee meetings, and two (2) other Club members. In the event that any of these members has a conflict with an individual case, the President may appoint an alternate for that case. A committee meeting will be called whenever required by the President, and a report shall be made to the President immediately after a decision has been reached. Implementation of the Committee's recommendations shall begin immediately upon notification of the President. A report of the Committee's actions shall be made by the Executive Board member chairing the Committee at the first subsequent meeting of the Executive Board. Any case that cannot be resolved by the Committee shall be referred automatically to any appeals committee as described in Article VIII, Section 2.

Section 2: Appeals: A player, coach or referee wishing to appeal an ejection or suspension must notify the Club President in writing within ten (10) days of the decision of the Disciplinary Committee. The President shall then appoint an appeals committee of five (5) person to adjudicate the appeal. This committee shall include three (3) Executive Board members (other than the President and the Executive Board members sharing the disciplinary committee and two (2) other *Club* members than the two Club members serving on the Disciplinary Committee. None of these Club members shall have a conflict, apparent or implied, with the case to be decided. The decisions and recommendations of the committee must be approved by the Executive Board prior to implementation. Any case that cannot be resolved by the appeals committee shall be referred to the next level of authority within the organizations with which the Club is affiliated.

## **Article X: Dissolution of the Club**

Upon the dissolution of the Club, the Board of Directors shall after paying or making provisions for the payment of all its