
SAGINAW TOWNSHIP SOCCER ASSOCIATION ASSOCIATION BYLAWS

Revised May 2011

Article I - Purpose

To educate and promote good will by organizing, sponsoring, and promoting athletic games and activities related to the sport of soccer and involving residents of Saginaw County. Saginaw Township Soccer Association shall do all things necessary and proper in the furtherance of the above set forth objective within such limitations as are prescribed by law by such Internal Revenue Service regulations as applied to non-profit organizations as defined by the Internal Revenue Code of 1975, including Section 501 (c) (3) of said Code.

Article II - Membership

Section 1

The Corporation shall have two (2) classes of members: Board of Directors and Association Members. Except as may otherwise be provided in the Articles of Incorporation or there Bylaws of the Corporation, all members of the Corporation shall have the same and equal rights, privileges, duties, liabilities, limitations, and restrictions.

Section 2

Board Members shall be selected from within the Association Members that have expressed interest and desire to serve in such capacity. All members of the Board of Directors shall have the same and equal voting rights. The Board of Directors shall consist of a minimum of 2/3 Saginaw Township residents.

Section 3

Association Members shall be any person who meets the qualifications as set forth in section four of this article. Association Members shall have no voting rights.

Section 4

Qualifications for Membership:

- A.** All persons shall be eligible for membership in the corporation who are at least 18 years of age and reside in Saginaw Township.
- B.** There shall be no discrimination from membership in accordance with the State of Michigan recommendations for such matters relating to this issue.
- C.** All exceptions to be approved by 2/3 majority vote of the board.

Article III - Meetings of Members

Section 1

The annual meeting of the membership shall be held during the month of December of each year, at such time and place as the Board of Directors may designate.

Section 2

At membership meetings, only the Board of Directors shall have the same and equal voting rights. Such voting rights may be exercisable either in person, or by proxy in writing duly filed with the secretary prior to or at the time of any meeting.

Section 3

At any meeting of the membership, a majority of the voting members present or represented in person or by proxy shall be necessary for the transaction of any business at the meeting, unless a greater number is required by law or by the Articles of Incorporation. The voting members present at a duly constituted meeting may continue to do business until adjournment notwithstanding the withdrawal of enough voting members to leave less than a quorum.

Section 4

Special meetings of the membership may be called by the President of the Board of Directors or by a majority of the Board of Directors, or by a written request signed by not less than five (5) voting members. If the President of the Board of Directors refuses or neglects to call such a meeting when so requested, it may be called by any other member of the Board of Directors on like notice as is required when regularly called.

Section 5

The public Board of Directors meeting shall be held in November.

Article IV - Board of Directors

Section 1

The business and affairs of the Corporation shall be managed by the Board of Directors which may exercise all powers of the Corporation and do all such lawful acts and things permitted by statute and by the Articles of Incorporation.

Section 2

The Board of Directors shall consist of the following members:

- President
- Vice President / Risk Manager

- Treasurer
- Secretary / Registration
- Legal Council
- Director of Public Relations
- Travel Coordinator
- League Coordinator
- Director of Coaching
- Director of Officials
- Developmental League Coordinator
- League Scheduler
- U6 Boys and Girls Coordinators
- U8 Boys and Girls Coordinators
- U 10 Boys and Girls Coordinators
- U 12 Coordinator
- U 15 Coordinator
- U 19 Girls Coordinator (Fall season only)

Section 3

Board Association Members (Non Voting Positions)

- President Emeritus
- Director of Training
- Complex Manager
- Referee Assignor
- Field Maintenance
- District Referee Assignor

The Board of Directors may also in its discretion, designate such other assistants or subordinate directors as shall be deemed necessary.

Section 4

Any Association Member may be elected a director, provided he or she meets the qualifications for membership as set forth in Article III, Section 4.

Section 5

Any interested parties should be given to the Chair of the Nominating Committee before November to fill any vacancies or positions on the Board of Directors. They must be approved by a majority vote of the full Board.

Section 6

Any director of the Corporation may be removed from the office by the Board of Directors whenever, in its judgment, the best interests of the Corporation will be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the director so removed. A ^{2/3} majority vote by the Board of Directors is required for removal.

Section 7

Members of the Board of Directors shall receive no compensation for service in such office. Members of the Board of Directors may make purchases under \$ 50.00 without the direct consent of the President, Vice President, or Treasurer. The President, Vice President, or Treasurer may approve expenses under \$ 3,000.00 without full Board Approval. Any expenses that will result in expenditures over \$ 3,000.00 will need to be approved by either the Executive Board or Full Board of Directors.

Section 8

In case of the absence or disability of the President, the Board of Directors acknowledges that the Vice President will immediately assume the responsibility of President until such time as the sitting President returns or resigns.

Section 9

All Board of Director positions will be a two (2) year term. One-half of the positions in the board will be open for election each year. Sitting Board Members are permitted to express interest in open positions and are provided the initial opportunity for open positions prior to the position being posted to the general public.

Section 10

Members of the Full Board of Directors may have no more than 2 absences without written proxy in any fiscal year. Board members with more than 2 absences without a proxy may be removed from the board by a 2/3 vote of the board at any monthly meeting.

Section 11

Those nominated to Coach an STSA Developmental League Team must be approved by Majority vote of the Board of Directors at the normal June meeting of the Directions immediately following the nominations. Said nominations cannot take responsibility for an STSA Developmental League Team until approved as outlined above.

Article V - Meetings of the Directors / Coordinators

Section 1

Unless otherwise agreed upon, the Board of Directors shall meet each year, immediately following their annual meeting of members. Such meetings of the Board of Directors shall be for the purpose of organization and consideration of any other business which may be brought before the meeting. The Board of Directors meetings will take place on the second Tuesday of each month with the time determined by the President.

Section 2

Other meetings of the Board of Directors may be held upon the call of the President of the Board of Directors or of any three (3) members of the Board with no less than twenty-four (24) hours notice specifying the time and place and general purpose of the meeting. Such notice shall be given to each director either personally or by mail, telegram, or telephone.

Section 3

A majority of the whole Board of Directors shall be necessary to constitute a quorum for the transaction of business. The act of said 2/3 majority (11 members) at a meeting shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Articles of Incorporation or these Bylaws.

Article VI - Duties of Directors

Section 1

The President of the Board shall preside at all meetings of the members and of the Board of Directors and shall be an ex officio member of all standing committees. The President is solely responsible for providing direction to all divisions on the overall operation of the Board of Directors. They shall perform such other duties as these Bylaws or the Board of Directors may prescribe.

Section 2

The Vice President shall perform all the duties incumbent upon the President during the absence or disability of the President and shall perform such duties as these Bylaws or the

Board of Directors may prescribe. In addition, the Vice President shall coordinate the activities of the various division leaders including establishing deadlines.

Section 3

The Secretary shall attend all meetings of the members and of the Board of Directors and shall keep, or cause to be kept, in a book provided for the purpose, a true and complete record of the proceedings of such meetings. They shall attend to the giving and serving of all notice of corporate meetings pursuant to these Bylaws, shall have custody of the books (except books of account), records and shall perform such other duties as these Bylaws or the Board of Directors may prescribe.

Section 4

The Treasurer shall keep, or cause to be kept, correct and complete records of account, showing accurately at all times the financial condition of the Corporation. He shall be the custodian of all funds; moneys, notes securities and other valuables, which may from time to time come into the possession of the Corporation, except as may be provided otherwise by these Bylaws or by resolution of the Board of Directors. The Treasurer shall furnish at meetings of the Board of Directors, or whenever requested by the Board, a statement of the financial condition of the Corporation, and he shall sign all checks of the Corporation, deposit all funds of the Corporation from time to time to credit of the Corporation in such banks, trust companies, or other depositories as the Board may select, and shall perform such other duties as these Bylaws or the Board of Directors may prescribe.

The authorized signatures on the checking and savings accounts shall be those of the current President, and Treasurer of the Corporation.

Section 5

The Divisional Coordinators shall be responsible for organization of Divisions, teams, assist in establishing playing schedules, and shall perform such duties as these Bylaws or the Board of Directors may prescribe.

Section 6

The President Emeritus, while not a current member of the Board of Directors, shall act in the capacity of advisor to the Board of Directors, and shall perform such duties as these Bylaws of the Board of Directors may prescribe; the term for which should not exceed 2 years.

Section 7

The Travel Coordinator shall oversee and establish the planning for all travel teams with STSA. This coordinator will also be the MSPSL delegate and field assignor for travel games at STSA. He / she shall act as the Travel Program liaison with the STSA Board of Directors.

Section 8

The Scheduling Coordinator shall be responsible for establishing the playing schedules for both the spring and fall regular STSA season.

Section 9

The Director of Public Relations shall be responsible for contact with the media. This Director is also responsible for developing sources of funding for the program through contacts, and activities within the community.

Section 10

The Legal Council Director shall provide legal guidance to the Board of Directors as well as review any and all contracts being considered by the Board of Directors.

Section 11

The League Coordinator shall be responsible for the recreational programs, and activities which encourage and promote better coaching, and allow opportunity for players to improve through additional educational activities. The League Coordinator is also responsible for managing and working with the Divisional Coordinators on the various aspects of training, coaches, and other needed modifications to those programs.

Section 12

The Developmental League Coordinator is responsible for the Majors program from evaluation of players through selection of teams and coaches.

Section 13

The Director of Officials shall be responsible for the recruitment, development and training of referees for all STSA Seasonal games as well as any STSA sponsored tournaments. All questions or concerns regarding the Laws of the Game are to be directed to the Director of Officials. Referee's may **ONLY** be assigned or re-assigned to games by the Director of Officials or an STSA USSF Certified Assignor. Once amendments to the Laws of the Game are shared at the coaches meeting, **NO** changes will be implemented during that season.

Section 14

The Director of Coaching is responsible for recruiting professional trainers as well as ensuring that there is an appropriate trainer available for each STSA Travel Team. The Director of Coaching will provide a comprehensive list of trainers for approval by the full Board of Directors at their normal June meeting.

Section 15

The Qualifications for Officers and Directors shall be the same as for membership as set forth in Article III, Section 4.

Article VII- Committees

Section 1

The Travel Committee shall be chaired by the Vice President and made up of 2 Board members, and 2 Travel coaches. The Travel Committee shall submit its recommendation(s) for Travel Coaches to the full Board of Directors for approval of the full Board by majority vote. The Travel Committee shall annually review the existing procedures related to Travel Teams and make any recommendations to the full Board for any changes, which can be made with a majority vote.

Section 2

The Finance Committee shall be chaired by the Treasurer and consist of three additional Board of Directors members at large.

Section 3

The Nominating Committee shall be chaired by the Secretary and consist of two additional members of the Board of Directors at large.

Section 4

Other committees may be appointed from time to time by the President of the Board of Directors for such purpose as the circumstances warrant.

Article VIII - Miscellaneous

Section 1

In the event of dissolution, all assets, whether real or personal, shall be distributed to Saginaw Township. Government, are qualified as tax exempt under Section 501 (c)(3) of the 1954 Internal Revenue Code, as amended, or the corresponding provisions of any future United States Internal Revenue Law, and no property shall be distributed to any individual whether or not associated with this Corporation.

Section 2

The Corporation shall keep correct and complete books and records of account, and shall keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by any member of its agent or attorney for any proper purpose, at any reasonable time.

Section 3

The fiscal year of the Corporation shall begin on the first day of December of each year and end on the 30th day of November the following year.

Section 4

Wherever used in these Bylaws, the masculine gender shall also be construed to include the female gender.

Section 5

The Bylaws may be amended, repealed, or altered in whole or in part by 2/3 of the voting members as provided in Article IV, Section 2, at any annual or special meeting. Provided, however, that written notice stating the place, day, hour and purpose of said meeting has been given to each member as directed by Article IV, Section 5, of these Bylaws

Article IX

Section 1

The full Board of Directors of the STSA shall empower a limited group of its members to be assigned to the position of Executive Board of Directors. The purpose of the Executive Board will be to discuss the finances of the STSA, hear personnel issues, review bids for equipment and supplies, as well as discuss any issues which affect the mission or operations of the Saginaw Township Soccer Association and its programs.

The Executive Board may make recommendations to the full Board of Directors on such issues described above and may seek a decision through votes of the full Board of Directors, thus clearing up time during the full Board of Directors meetings for the day-to-day items relevant to the success of the Saginaw Township Soccer Association program.

The **Executive Board** shall consist of the following members:

1. President
2. Vice President
3. Treasurer
4. Secretary / Registrar
5. Legal Council
6. Director of Public Relations
7. League Coordinator
8. Travel Coordinator

9. Director of Coaching

The Executive Board will meet on a quarterly basis prior to the regularly scheduled board meeting (January, April, July and October). A quorum shall consist of five members and any vote must carry a majority of the quorum present. Proxy in writing is allowed, when presented to the Executive Board prior to the start of the meeting.