



**CONSTITUTION & BY-LAWS
OF
THE HONESDALE SOCCER CLUB**

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| Reviewed by: | Bart Rolston | |
| | <i>HSC Treasurer</i> | Date |
| Reviewed by: | Nataha Valerio | |
| | <i>HSC Secretary</i> | Date |
| Approved by: | Lindsey Dirlam | |
| | <i>HSC Vice President</i> | Date |
| Prepared / Approved by: | Jose Inga | 08/22/2022 |
| | HSC President | Date |

Article I-Name and Affiliation

- Section 1.01: The name of this organization, hereinafter called the ‘HONESDALE SOCCER CLUB’ shall be known as ‘HSC’. This organization shall be located in the County of Wayne, Pennsylvania and is organized as a charitable organization under the laws of the Commonwealth of Pennsylvania and is intended to be an organization qualifying under Section 501(c) (3) of the Internal Revenue Code.
- Section 1.02: The ‘HONESDALE SOCCER CLUB’ may change its name when deemed necessary and when it is approved by a majority vote from its Board of Directors.
- Section 1.03: ‘HSC Soccer’ is affiliated with NEPSAY (North East Pennsylvania Soccer Association for Youth), SAY (Soccer Association for Youth Soccer) and USSF (United States Soccer Federation). ‘HSC’ shall not be limited to functions and activities of these affiliates.
- Section 1.04: ‘HSC’ shall affiliate with any additional sanctioned organizations when deemed necessary and approved by a majority vote from its Board of Directors.
- Section 1.05: ‘HSC’ shall secede from any affiliated organizations when deemed necessary and approved by a majority vote from its Board of Directors.
- Section 1.06: The official colors of ‘HSC’ shall be crimson, black, and white.
- Section 1.07: ‘HSC’.
- Section 1.08: ‘HSC’ shall amend the number of clubs when deemed necessary and approved by a majority vote from its Board of Directors.

Article II-Objective



Section 2.01:

The object and the purpose of 'HSC' shall be:

1. To promote, foster and perpetuate the growth of soccer among young people in Northeast Pennsylvania and surrounding communities by establishing and maintaining a youth soccer league.
2. To encourage sportsmanship, fairness, teamwork, loyalty, motivation, and a positive attitude among participating players.
3. To promote the physical, mental, emotional, and social growth of all participating players through soccer.
4. To develop participating players by providing the proper training and instruction.
5. To organize teams in an impartial manner.
6. To recruit and train coaches and referees.
7. To provide for game and field scheduling, game rules, officials, and equipment.
8. To set policy objectives.

Article III-Membership and General Financial Policy

Section 3.01:

Membership to 'HSC' shall be open to all parents, guardians, volunteers, and players who reside in Northeast Pennsylvania.

A. CLASSES OF MEMBERSHIP

1. Playing Membership

- a. Players in good standing and behavior will become members upon completion of registration forms and payment of fee or by scholarship.
- b. Membership shall be open to any player according to the programs approved by the Board of Directors each year.
- c. Membership shall be limited to the size of the rosters and number of teams that 'HSC' is reasonably capable of managing in a given year.
- d. All members shall abide by the Constitution and/or By-Laws, rules, policies and regulations of 'HSC' and with the Constitution, By-Laws, rules, and regulations of NEPSAY, SAY, and USSF to be deemed in good standing.

2. Volunteer Membership

- a. Any person who is willing to donate time for the betterment of 'HSC'.



- b. A Child Volunteer must be between 13-17 years of age, and with parental consent may participate in the following volunteer capacity: concession stand, referee, scorekeeper, and any other duty assigned by a member of the Board of Directors.
- c. An Adult Volunteer is at least the age of 18 and may participate in the following volunteer capacity: All roles as outlined in Section 3.01(2)(b). as well as a member of the Board of Directors, coach, assistant coach, field maintenance, or any other duty assigned by a member of the Board of Directors.

3. Voting Membership

- a. Adult members at minimum of 18 years of age, and having volunteered the past two years in HSC as either a head coach, assistant coach or committee chairman based upon the records maintained by HSC.
- b. All members shall abide by the Constitution and/or By-Laws, rules, policies and regulations of HSC, NEPSAY, SAY, and USSF.

4. Honorary Membership

- a. Honorary members may be elected to membership in a non-voting capacity for their outstanding service to HSC.

B. REMOVAL

A member may be removed from membership for the season if deemed unfit for good standing for violating 'HSC' policies and procedures by a two-thirds (2/3) vote of the Board of Directors after fifteen (15) days' notice in writing, stating the cause for such action. An opportunity for a hearing before the Board of Directors shall be given.

Section 3.02:

Parents, guardians, volunteers, and players who are domiciled in Northeast Pennsylvania shall be eligible for membership, provided that such persons register with HSC during the set registration period. Parents, guardians, volunteers, and players so admitted will be members of the organization for one year from the date of such registration. A period of at least one year not to exceed May 31st of the following year.

Section 3.03:

Membership shall never be denied due to race, creed, national origin, sex, religion, political affiliation, location, or ability.



Section 3.04:

FEES AND DUES:

A. ANNUAL DUES

1. Amount

a. Annual membership fees shall be established by the Board of Directors.

2. Payment

a. Dues shall be payable at the time of registration and at no time later than thirty (30) days of the date of their registration.

b. With the failure of any member to pay the established membership fee, that member shall be considered delinquent and subject to removal by the Board of Directors.

c. HSC reserves the right to waive fees in case of exception or financial hardship upon approval of the Board of Directors.

B. OTHER FINANCIAL OBLIGATIONS

Those members participating in programs other than the fall season will be assessed accordingly.

Section 3.05:

Any fees collected shall be deposited into a HSC account or accounted for in a petty cash fund, hereinafter referred to as the ‘TREASURY’, in ‘HSC’s’ name where monies shall be withdrawn to pay bills when due and spent only in the best interest of “HSC.”

Section 3.06:

Any non-budgeted expenses exceeding \$150.00 in aggregate shall require approval by a majority vote from the Board of Directors.

Article IV-Executive Board, Commissioners, Directors and Volunteers

Section 4.01:

The control and management of ‘HSC’ shall be governed by a Board of Directors, hereinafter referred to as ‘THE BOARD.’

Section 4.02:

A. ‘THE BOARD’ shall consist of the following officers:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Registrar
6. Director
7. Director



8. Director
9. Director
10. Director

B. NOMINATION

1. Call for Nominees will be communicated to Voting Members as outlined in 4.02(c)(3).
2. Any league member may propose additional nominations, with the consent of the nominee.

C. ELECTION AND TERM

1. The Board of Directors shall be elected by secret ballot at the meeting in January.
2. Current Board Members and Voting Members as outlined in 3.01(3)(a) are eligible to vote for Officers.
3. Information concerning election of Officers shall be provided prior to the election meeting.
4. Ballots shall be distributed by the Secretary at the election meeting.
5. Nominees receiving a majority vote will be declared elected to the Board. In the event of a tie for any position other than President, the President shall cast the deciding vote.
6. The term of the office shall be for three years beginning February 1st ending January 31st, unless otherwise stated.
7. In the first year of elections after notification of this constitution and/or By-Laws, three (3) members of the Board shall be elected for a period of one (1) year, three members shall be elected for a period of two (2) years and four (4) members shall be elected for three (3) year. It is expected that at the next election for each position, the terms shall be as set forth in 4.02(c)(6).
8. Upon election of the vacant position of the Board, the Board shall decide by a majority vote which directors shall serve in the capacity of President, Vice President, Secretary, Registrar and Treasurer. In order to be eligible to hold one of the Board positions, the member of the Board shall be a voting member as provided in Section 3.01(3)(a) and shall have been a member of the Board of Directors for at least one year prior to appointment. These qualifications may be waived during the first year of elections after this Constitution and By-Laws are ratified in the event that there are not five (5) directors who meet defined eligibility requirement.



D. REMOVAL

1. If a board member misses three (3) consecutive meetings, their position may be filled by Special Election for the duration of the term.
2. A member may be removed by a two-thirds (2/3) vote of the Board of Directors after fifteen (15) days' notice in writing sent certified mail, stating the cause for such action. An opportunity for a hearing before the Board shall be given.

E. VACANCY

1. In the event of a vacancy based upon either the resignation of an officer or the removal of an officer, the Board of Directors may fill the vacancy by Special Election for the duration of the term.

Section 4.03:

The President shall:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Serve as Chief Executive Officer of "HSC."
- c. Serve as official representative of "HSC."
- d. Be responsible for "LEAGUE" continuity.
- e. Ensure this constitution and by-laws are reviewed and updated on as needed.
- f. Coordinate and preside at all meetings of the "BOARD."
- g. Have authorization to sign checks, deposit and withdraw funds from the "TREASURY" when performed only in the best interest of "HSC."
- h. Has the power to cast the tie-breaking and deciding vote.
- i. Appoint committees from among membership with a majority vote from the "BOARD" and when deemed necessary to carry out the objective and purpose of the "LEAGUE" and will not be inconsistent with this constitution and by-laws.
- j. Be an ex-officio member of all standing committees.

Section 4.04:

The Vice President shall:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Succeed to the office and powers of the President in their absence or if vacated for any reason.
- c. Assume whatever duties the President or the "BOARD" determines essential for the betterment of the "LEAGUE."

Section 4.05:

The Treasurer shall:

- a. Promote the purpose and policies and objectives of "HSC" above all



- other soccer associations to which he/she may be affiliated.
- b. Be responsible for the finances of “HSC” by keeping accurate and complete records pertaining to its financial condition.
 - c. Submit a financial report at all of the regular meetings of the “BOARD” or upon special request from the Executive Officers or “LEAGUE” membership to allow for transparency of all financial activities.
 - d. Maintain books in order for examination by the Executive Board, “LEAGUE” membership or by any local, state, or federal agencies.
 - e. Be custodian of the “TREASURY” and all monies, notes, securities and other valuables that may from time to time come into the possession of the “LEAGUE.”
 - f. Receive and deposit all funds, issue checks, and be responsible for disbursement of all “HSC” funds when deemed necessary.
 - g. Maintain any and all local, state, and federal tax related items.
 - h. Prepare and supervise an annual budget based upon past receipts and expenditures.
 - i. Research and invest funds from the “TREASURY” when a positive financial return is speculated and with a majority vote from the Executive Board.

Section 4.06:

The Secretary shall:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Attend to all correspondence to and from “HSC” whether hard copy or electronically.
- c. Be responsible for keeping detailed minutes of all “BOARD” meetings.
- d. Keep records as deemed necessary.
- e. Maintain and update this constitution and by-laws with “BOARD” approved amendments.

Section 4.07:

The Registrar shall:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Oversee the registration process for all soccer programs provided by ‘ HSC.’ Arrange for places and time for registration.
- c. Implement late registration policy as approved by a majority vote from ‘THE BOARD.’
- d. Issue registration summaries to select committees for team assignments.
- e. Issue team summaries for uniform order placement.



- f. Maintain current year player contact information.

Section 4.08:

Directors at Large:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Shall attend the regular meetings and special meetings of "HSC".
- c. Shall be eligible to make motions and read motions for matters to be considered by the Board of Directors.
- d. Shall be appointed to oversee and/or chair at least one (1) committee established by the Board pursuant to Section 4.03(i) and 6.01.

Section 4.09:

Division Commissioners Shall:

- a. Promote the purpose and policies and objectives of "HSC" above all other soccer associations to which he/she may be affiliated.
- b. Be assigned every season by the Board and consist of Officers and/or Head Coaches.
- c. Coordinate and preside over a divisional meeting of coaches during the season to maintain an open line of communication, to meet the needs of their coaches, and to address any situations that may arise.
- d. Gather scorekeeping data to provide to the Scheduling, Scorekeeper and Statistics Committee on a weekly basis over the course of the season.

ARTICLE V- Meetings and Voting

Section 5.01: Regular meetings of the Board shall be held monthly on such day of the month, location and time as the "BOARD" shall establish.

Section 5.02: Two thirds of the members of the "BOARD" in good standing shall constitute a quorum and shall be necessary to conduct the business of the "HSC."

Section 5.03: All meetings shall be conducted according to "Roberts Rules of Order".

Section 5.04: Special meetings may be called by the "BOARD" when deemed for the best interest of "HSC." Notices of such meetings shall be sent by the Secretary either by hard copy or electronically at least three days before the scheduled date for the special meeting.

Section 5.05: In the absence of the President and/or Vice President, a senior officer shall preside at meetings.

Section 5.06: Each officer shall be entitled to one vote on any and all matters concerning the



“LEAGUE” except those officers under voting suspension as set forth in Section 5.08 and the President as set forth in Section 4.03 (h).

Section 5.07: An officer shall lose their voting rights if that officer fails to attend three consecutive regularly scheduled meetings. The right to vote shall be restored when the suspended officer has attended an equal number of meetings to those consecutively missed.

Section 5.08: An officer may be excluded from the penalty set forth in Section 5.07 by a majority vote of other board members if a meeting is missed due to work, health reasons or family emergencies.

Section 5.09: An officer not attending three or more consecutive regularly scheduled meetings without approval of the Board as provided in Section 5.08 shall be dismissed and will be subjected to the procedures as set forth in Section 4.02(d).

Section 5.10: In the event that spouses are both member of the Board of Directors, one spouse may not second a motion brought before the Board by his/her spouse. The spouses shall be eligible to cast a vote on any motions or agenda items otherwise properly brought before the Board as provided in Section 5.06.

Section 5.11: In the event that spouses or significant others are both members of the Board of Directors where each would have ability to be a signatory on HSC bank accounts, one spouse or significant other shall recuse them self from being a signatory and assign the duty to another member of the Board of Directors who does not have a personal relationship with the spouse or significant other who shall remain a signatory on HSC bank accounts.

ARTICLE VI- Committees

Section 6.01: All committees of the “LEAGUE” shall be formed as set forth in Section 4.03 (i) and their term of office shall be for a period of one year or less if sooner terminated by majority vote from the “BOARD”. The President shall be a member of all committees as set forth by Section 4.03 (j).

ARTICLE VII- Policies and Procedures

Section 7.01: The Board may establish Policies and Procedures for the governance of its soccer teams, coaches, committees, and members. The rules contained in the Policies and Procedures shall govern the “LEAGUE” in all cases to which they are applicable and in which they are not inconsistent with this constitution and by-laws.

Section 7.02: Whenever possible, disciplinary action shall be left to the discretion of the



coaches. In matters of severe misconduct, the Board of Directors by a two-thirds (2/3) vote of the Board shall have the right and authority to suspend a HSC officer, or HSC member and remove them from membership or participation of any kind in HSC or its sponsored activities for the season.

Section 7.03: A grievance is a protest to any action which is thought contrary to the stated philosophy and purpose of HSC. A member with a grievance is encouraged to take the grievance to a Board member. Said Board member has an affirmative obligation to bring the matter.

Section 7.04: No part of the net earnings of HSC shall inure to the benefit of any Officer, or any private individual (except that reasonable compensation may be paid for services rendered to or for the League affecting one or more of its purposes), and no Officer of HSC, or any private individual, shall be entitled to share in the distribution of any of the League assets upon dissolution.

Section 7.05: Any member of the Board of Directors being affiliated and serving in a capacity in another soccer organization shall disclose such affiliation and responsibilities to the Board of Directors of HSC to ensure a conflict of interest does not exist pursuant to Sections 4.03(a), 4.04(a), 4.05(a), 4.06(a) 4.07(a) and 4.08(a). A majority vote of the other members of the Board shall determine whether a conflict of interest is present. If it is determined that a conflict of interest is present, that Board member shall be given the opportunity to resign and/or terminate his/her affiliation with the organization. If the member chooses not to resign, the Board may institute discipline as provided in Section 4.02(d)(2).

ARTICLE VIII- Amendments

Section 8.01: This constitution and by-laws may be altered, amended, repealed, or added to by affirmative vote of not less than two-thirds (2/3) vote by the Board of Directors.

ARTICLE IX-INDEMNIFICATION

Section 9.01: HSC shall indemnify each of its Board of Directors whether or not then in service as such (and his or her executor, administrator and heirs), against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a part because he or she is an Officer or employee of the League. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his or her duty as Officer by reason of willful misconduct, bad faith, gross negligence or reckless disregard of the duties of his or her office or



employment. The right to indemnity for expenses shall also apply to the expenses of suits which are compromised or settled if the court having jurisdiction of the matter shall approve such settlement.

The foregoing right to indemnification shall be in addition to, and not exclusive of, all other rights to that which such director, officer or employee may be entitled.

ARTICLE X- Dissolution

Section 10.01: HSC shall be subject to dissolution upon two-thirds (2/3) vote of all members as defined by Section 3.01(a)(3).

Section 10.02: The meeting to vote on dissolution shall not occur prior than thirty (30) days notice to those eligible to vote as provided in Section 3.01(a)(3).

Section 10.03: Upon dissolution of the "LEAGUE" for any cause after any and all outstanding debts have been settled, the funds and property then in possession of "HSC SOCCER" shall be donated to a recognized 501(c) (3) organization.