

MONTGOMERY SOCCER ASSOCIATION
BY – LAWS

Approved 1992
(as revised and amended 2005)

ARTICLE I
THE ASSOCIATION

SECTION A: The name of this Association shall be Montgomery Soccer Association, Incorporated (hereafter referred to as MSA).

SECTION B: The objects of the Association are to further and promote the development of the sport of soccer through organization, training, and education; to promote the progressive development of the sport through the establishment and development of program's for youth; and to promote the welfare and recreational aspects of the sport to the general public through the organization of this program.

SECTION C: The rules contained in the Constitution and the By-Laws of the accepted National and Regional affiliates shall govern MSA in cases to which they are applicable and which they are not inconsistent with these By-Laws.

SECTION D. Montgomery Soccer Association may affiliate with approved Internal Revenue Code 501(c) organizations and form joint ventures with said organizations, for the organization and running of soccer tournaments and similar soccer-based fund raising events.

ARTICLE II
MEMBERSHIP

SECTION A: The general members of the Association shall be the parents and guardians of children registered to play in MSA programs, and all persons over the age of 18 playing, refereeing, coaching and any volunteers participating in MSA programs.

SECTION B: Volunteers who are not registering their children are required to register as independent volunteers, submit appropriate risk management forms, and will be considered eligible for all MSA programs and protections.

SECTION C: The general membership shall meet at least four times during the calendar year.

ARTICLE III
ORGANIZATION

SECTION A: The Association shall be organized as follows:

1. The Board of Directors who shall be responsible for the long term direction of the Association.
2. The Executive Board who shall be responsible for the day to day activities of the Association including the activities of the Recreational Teams Board, the Travel Teams Board and the Premier Teams Board.
3. The Recreational Teams Board shall be responsible for the intramural soccer program.
4. The Select Teams Subcommittee under the Recreational Teams Board who shall be responsible for the extracurricular activities of the intramural soccer program.
5. The Travel Teams Board who shall be responsible for the travel team soccer program.
6. The Premier Teams Board who shall be responsible for the premier team soccer program.

ARTICLE IV THE BOARD OF DIRECTORS

SECTION A: The Board of Directors shall direct the general philosophy and long range programs of the Association. The Board of Directors reserves the right to review the Executive Board decisions within 30 days as to philosophical changes.

SECTION B: Board of Directors shall take title to all properties of the Association, whether real or personal.

SECTION C: The Board of Directors shall be responsible for the disposition of all funds considered as Long Term Funds. Long Term Funds are defined as money in accounts that are specifically assigned to Long Term Growth and Reserves in support of the current budget. The Board of Directors shall present their plans for the disposition of the Long Term Funds to the Executive Board requesting input and approval before taking such action.

SECTION D: All members of the Board of Directors shall serve a minimum term of six years and actively participate in the affairs of the Association. The Board of Directors consists of seven members, five immediate consecutive past Presidents of the Association, the current President of the Association and one Emeritus position.

SECTION E: The Board of Directors shall have the power to fill any vacancy on the Board of Directors.

SECTION F: The Board of Directors shall also have the right to appoint, with the approval of the Executive Board, up to a maximum of three (3) additional members for a term of one year.

SECTION G: The Board of Directors shall meet at least four times during the calendar year (quarterly). Failure to attend two consecutive Board of Directors meetings shall be subject to review by the other members of the Board and take whatever action deemed necessary.

SECTION H: Election of Chairperson. The prior president/advisor to the Executive Board will automatically become the chairperson for the period of time they are in that position on the Executive Board. If the person declines or is unable to fulfill the responsibility, an election by the remaining directors will determine the chairperson.

SECTION I: The Board of Directors shall submit a report of their activities at each General Meeting and submit a copy of each meeting's minutes to the Executive Board.

ARTICLE V OFFICERS

SECTION A: The Officers shall consist of a President, an Executive Vice President, a Vice President of Venues, a Secretary, and a Treasurer. Each officer shall be elected to a one year term.

SECTION B: DUTIES

1. The President shall preside at all general membership and Executive Board meetings of the Association and shall perform all duties incident to this office.
2. The Executive Vice-President shall be the acting president in the absence of the President and shall perform all duties incident to this office. The Vice President shall also be responsible for the fundraising, risk management and non-soccer related activities of the Association.
3. The Secretary shall prepare the agenda, record and prepare meeting minutes, notify Executive Board members on all matters pertaining to meetings, notify the general membership of meetings and such duties as directed by the Executive Board.
4. The Treasurer shall be responsible for the accounting and investing of all funds of MSA, filing any tax returns due, maintaining the MSA bank accounts and shall submit a written financial report at each Executive Board and general membership meeting. All financial reports will be made according to accepted accounting procedures.
5. The Vice President for Venues shall be responsible for all the venues used by MSA, all Venue Managers, scheduling by all divisions, and all related supplies and equipment.

SECTION C: NOMINATIONS AND ELECTIONS

1. The President will appoint a Nomination/Election Committee at the September general membership meeting. The Committee will prepare a slate of candidates and present it at the November Executive Board meeting. After the slate of candidates is presented and nominations are taken from the floor, the nominations will be closed and a ballot will be prepared for the December general membership meeting. The election will be held at the December general membership meeting.
2. All nominees must be a general member of the Association with a minimum of two (2) years active participation with the exception of the President, who must have been a member of the Executive Board. Also the nominees must have

attended at least two (2) meetings of either the Executive Board, Board of Directors or general membership as recorded by the Secretary's minutes.

3. Voting will be by secret ballot by the general membership. Voting will be limited to those general members having attended at least one (1) meeting of either the Executive Board, Board of Directors or general membership as recorded by the Secretary's minutes. Voice votes are acceptable for unopposed candidates.
4. The Nominating/Election Committee will count and verify ballots. All ties will be decided by coin flip.

SECTION D: The Executive Board shall have the power to fill all vacant positions with the approval of the Board of Directors. The appointee shall serve in that position for the unexpired term of that office. Vanacies in any offices or in any position shall not affect the function of the organization, which shall proceed until addressed by the appropriate governing Board.

ARTICLE VI EMPLOYEES

SECTION A: The Board of Directors shall be responsible for any employees of the Association. The duties of any such employee shall be determined by the Board of Directors.

ARTICLE VII THE EXECUTIVE BOARD

SECTION A: The Executive Board shall be vested with the management of the affairs of the Association and shall manage the same in conformity with the provisions of the By-Laws and the Rules and Regulations of the Association.

SECTION B: The Executive Board shall consist of the following members:

1. President of the Association,
2. Executive Vice President of the Association,
3. Vice President for Venues,
4. Secretary of the Association,
5. Treasurer of the Association,
6. President of the Recreational Teams Board,
7. Rotating Member of the Recreational Teams Board,
8. President of the Travel Teams Board,
9. President of the Premier Teams Board,
10. Immediate Past President of the Association as advisor,
11. Director of Soccer,
12. Executive Director.

SECTION C: The Executive Board shall meet at least once a month and shall submit a report of their activities at each general membership meeting. The report shall be based on the work and finances of the Association. Failure to attend two consecutive Executive Board meetings shall be subject to review by the other members of that Board. The Executive Board shall have the right to appoint a non-voting person as required (examples: Recording Secretary, Lawyer, etc.).

SECTION D: The President of the Association shall have the power to appoint special committees as needed.

ARTICLE VIII

DELEGATES

SECTION A: The Executive Board shall appoint the maximum number of delegates for organizations with which MSA is affiliated for the upcoming year.

SECTION B: The President of the Association shall be responsible for ensuring that at least one delegate is present at the each affiliate's annual meeting.

SECTION C: The delegates shall be the Association's liaison with the affiliate organization and shall be responsible for keeping the Association updated on these activities.

SECTION D: The Association shall be affiliated with EPYSA and US Club Soccer (hereafter referred to as "Affiliates.")

ARTICLE IX RECREATIONAL TEAMS BOARD

SECTION A: The Recreational Teams Board shall report to the Executive Board and be responsible for the activities of the intramural soccer program of MSA. The activities of the Recreational Teams Board shall be subject to the approval of the Executive Board.

SECTION B: The Recreational Teams Board shall consist of the following members, who shall be elected to a term of one year:

1. President who shall preside at all meetings of the board and shall perform all duties incident to that office.
2. Immediate Past President of the Recreational Teams Board who shall act as an advisor to the Board and who shall be the acting president in the absence of the President and shall perform all duties incident to that office.
3. Vice President of the Instructional Boys Divisions who shall be responsible for the activities of those divisions through the appropriate Division Managers.
4. Vice President of the Instructional Girls Divisions who shall be responsible for the activities of those divisions through the appropriate Division Managers.
5. Vice President of the Competitive Boys Divisions who shall be responsible for the activities of those divisions through the appropriate Division Managers.
6. Vice President of the Competitive Girls Divisions who shall be responsible for the activities of those divisions through the appropriate Division Managers.
7. Secretary who shall record and prepare meeting minutes, notify board members on all matters pertaining to meetings and such activities as directed by the board. The Secretary shall present to the Executive Board all minutes of the Recreational Teams Board for review at the next immediate Executive Board meeting.
8. Referee Coordinator who shall be responsible for recruiting, training and directing referees for all intramural games. The Referee Coordinator shall be responsible for communication and implementation of all laws and rules applicable to coaches, players, parents and spectators. within the intramural programs.
9. Chairman of the Recreational Select Subcommittee, who shall be elected by the Select coaches at the final meeting of the Select season, to be held no later than March 31. The Chairman shall be responsible for the extracurricular activities of the selected intramural players and coaches.

10. Director of Soccer (non-voting), advisor to the Recreational Teams Board.

SECTION C: NOMINATIONS AND ELECTIONS

1. At the October Recreational Board meeting, the President of the Recreational Teams Board will appoint a Nomination/Election Committee who will prepare a slate of candidates and present it at the last recreational teams coaches meeting of the year. After the slate of candidates is presented and nominations are taken from the floor, the nominations will be closed and the election will be held immediately thereafter.
2. All nominees must be a general member of the Association.
3. Voting will be by secret ballot and be limited to the recreational teams coaches and assistant coaches in attendance. Voice votes are acceptable for unopposed candidates.
4. The Nominations/Election Committee will count and verify the ballots. All ties will be decided by a coin flip.

SECTION D: The Recreational Teams Board shall have the power to fill all vacancies on the Recreational Teams Board. The appointee shall serve on the board for the unexpired term of that office.

SECTION E: Division Managers. The Division Managers shall be appointed by the Recreational Teams Board, subject to the approval of the Executive Board, and shall be responsible for the activities of their division. The Division Manager will report to the appropriate Vice President on their activities.

SECTION F: All divisions shall follow MSA and Affiliate Rules and Regulations. Exceptions must be approved the Recreational Teams Board.

SECTION G: The recreational teams coaches and assistant coaches shall be appointed by the Recreational Teams Board, subject to the approval of the Executive Board. Each Division shall present to the Recreational Teams Board the nominees from their divisions for selection by the Recreational Teams Board.

ARTICLE X
RECREATIONAL SELECT SUBCOMMITTEE

SECTION A: The Recreational Select Subcommittee shall report to the Recreational Teams Board and be responsible for the activities of the selected intramural coaches and players.

SECTION B: The Recreational Select Subcommittee shall be organized as follows:

1. Chairperson, elected by the Select coaches at the final meeting of the Select season;
2. Coaches Representative, appointed by Recreational Vice President Instructional Boys;
3. Coaches Representative, appointed by Recreational Vice President Instructional Girls;
4. Coaches Representative, appointed by Recreational Vice President Competitive Boys;
5. Coaches Representative, appointed by Recreational Vice President Competitive Girls;
6. Advisor(s), Prior Chair, Select Girls, Select Boys;
7. MSA Tournament Director (Boys), appointed by Select Subcommittee, subject to the approval of the Recreational Teams Board and the Executive Board;
8. MSA Tournament Director (Girls), appointed by Select Subcommittee, subject to the approval of the Recreational Teams Board and the Executive Board.

ARTICLE XI

TRAVEL TEAMS BOARD

SECTION A: The Travel Teams Board shall report to the Executive Board and be responsible for the activities of the travel team soccer program of MSA. The activities of the Travel Teams Board shall be subject to the approval of the Executive Board.

SECTION B: The Travel Teams Board shall consist of the following members, who shall be elected to a term of one year:

1. President who shall preside at all meetings of the board and shall perform all duties incident to that office.
2. Vice President of Administration who shall be the acting president in the absence of the president and shall perform all duties incident to that office.
3. Vice President of the Boys Teams who shall be responsible for the activities of the those teams.
4. Vice President of the Girls Teams who shall be responsible for the activities of those teams.
5. League Representatives, as required and necessary, who shall be responsible for the Association's dealings with those respective league(s).
6. Secretary who shall record and prepare meeting minutes, notify board members on all matters pertaining to meetings and such activities as directed by the board. The Secretary shall present to the Executive Board all minutes of the Travel Teams Board for review at the next immediate Executive Board meeting.
7. Assistant Treasurer who shall be responsible for preparing and presenting the board's budget to the Executive Board for inclusion with the Association's overall budget. The Treasurer will also submit a written financial report at each Travel Teams Board meeting. All financial reports will be made in accordance with accepted accounting principles.
8. Immediate Past President of the Travel Teams Board.
9. Director of Soccer (non-voting), advisor to the Travel Teams Board.

SECTION C: NOMINATIONS AND ELECTIONS

1. The President of the Travel Teams Board will appoint a Nomination/Election Committee who will prepare a slate of candidates and present it at the last travel teams coaches meeting of the year. After the slate of candidates is presented

and nominations are taken from the floor, the nominations will be closed and the election will be held immediately thereafter.

2. All nominees must be a general member of the association.
3. Voting will be by secret ballot and be limited to one vote for each travel team head coach or the head coach's designated representative in attendance.
4. The Nominations/Election Committee will count and verify the ballots. All ties will be decided by a coin flip.

SECTION D: The Travel Teams Board shall have the power to fill all vacancies on the Travel Teams Board. The appointee shall serve on the board for the unexpired term of that office.

SECTION E: TRAVEL TEAMS COACHES AND ASSISTANT COACHES

1. The Director of Soccer shall develop a list of coaches for each age group to include the total number of anticipated teams and submit this list to the Travel Teams Board no later than March 1.
2. The Travel Teams Board shall review the recommendations of the Director of Soccer and shall select the coaches and assistant coaches for the current season, subject to the approval of the Executive Board.

ARTICLE XII PREMIER TEAMS BOARD

SECTION A: The Premier Teams Board shall report to the Executive Board and be responsible for the activities of the premier team soccer program of MSA. The activities of the Premier Board shall be subject to the approval of the Executive Board.

SECTION B: The Premier Teams Board shall consist of the following members, who shall be elected by the premier teams representatives at the June premier general meeting, and who shall be elected for a term of one year starting July 1.

1. President, who shall preside at all meetings of the board and shall perform all duties incident to that office.
2. Assistant Treasurer who shall be responsible for preparing and presenting the board's budget to the MSA Treasurer for inclusion with the MSA overall budget. The Assistant Treasurer will also submit a written financial report at each Premier Teams Board meeting. All financial reports will be made in accordance with accepted accounting principles and the financial policies and procedures as presented in the MSA Manual of Financial Policies & Procedures.
3. Secretary, who shall record and prepare meeting minutes, notify board members on all matters pertaining to meetings and such activities as directed by the board. The Secretary shall present to the Executive Board all minutes of the Premier Teams Board for review at the next meeting of the Executive Board.
4. Coordinator of Fields and Officials, who shall assist premier teams in reservations of facilities and officials.
5. Immediate Past President of the Premier Teams Board, who shall act as an advisor to the Board and who shall be the acting president in the absence of the President and shall perform all duties incident to that office.
6. League Representatives, as required and necessary, who shall be responsible for the Association's dealings with those respective league(s).
7. MSA Director of Soccer (non-voting), responsible to recommend coaches and managers. The Premier Teams Board will make coaching and managerial appointments subject to approval of the Executive Board.
8. MSA Executive Director (non-voting), responsible for the proper registration of all players and teams.

SECTION C: PREMIER TEAMS COACHES AND ASSISTANT COACHES

1. The Director of Soccer shall develop a list of coaches for each premier team by age group to include the total number of anticipated teams and submit this list to the Premier Teams Board.
2. The Premier Teams Board shall review the recommendations of the Director of Soccer and shall select the coaches and assistant coaches for the current season, subject to the approval of the Executive Board.

ARTICLE XIII GOVERNMENT

SECTION A: ADMINISTRATION

1. The Executive Board and the Board of Directors shall meet jointly at least twice during the fiscal year in order to review and plan the operations of the Association.
2. In the event of a disagreement between the Executive Board and the Board of Directors, the Committee of 100, as appointed by the independent auditor, shall vote on the issue.
3. All meetings shall be conducted with Robert's Rules of Order except where provided otherwise by the By-Laws or Rules and Regulations of MSA.
4. Quorum: All boards of MSA are authorized to conduct business meetings and make decisions if a simple majority is present. Simple majority is one more than half of the voting members on a particular board.
5. Emergency Meetings: If it becomes necessary to call an emergency meeting of the Board of Directors, the Executive Board, the Recreational Teams Board, the Select Teams Board, or the Travel Teams Board, the following procedures will be followed:
 - a. The appropriate Chairman or President will contact the appropriate secretary and the secretary will contact all the appropriate members.
 - b. In the absence or unavailability of the appropriate Chairman or President, the appropriate secretary in agreement with any two other appropriate members, may call an emergency meeting.
 - c. In the absence of the appropriate secretary, the appropriate Chairman or President will contact all the appropriate members.
 - d. An emergency meeting of the general membership may be called by the President of the Association by contacting the Secretary of the Association who will then issue notification to all members.

SECTION B: FINANCE

1. MSA shall operate on a fiscal year running from April 1 to March 31.
2. The Executive Board shall prepare an operating budget for the next calendar year and submit it to the Board of Directors for ratification by March 1. The Board

of Directors must ratify or reject the budget within 30 days or it is approved. The ratified operating budget will be presented to the general membership prior to registration. All unbudgeted expenses must be approved by the Executive Board. The Treasurer will indicate all unbudgeted expenditures on the monthly report.

3. The Board of Directors shall prepare a five year plan including the expected disposition of Long Term Funds and the expected levels of reserve necessary to protect MSA.
4. The Executive Board shall be responsible for the security of all funds raised in the name of MSA.
5. All long term contracts (contracts covering a period of more than one year) must be approved by the Board of Directors. All short term contracts (contracts covering a period of one year or less) must be approved by the Executive Board. All contracts will require two (2) signatures. One signature must be that of the President of the Association; the second signature may be that of any other Officer of the Association.

SECTION C: MANAGEMENT OF THE ASSOCIATION'S FUNDS

1. The Association will require two (2) signatures on all checks. Authorized signatories shall include the Chairman of the Board of Directors, the MSA President, the Treasurer, the Executive Director and the Travel and Premier Assistant Treasurers. On all checks, one signature must be that of either the Treasurer or the Executive Director. The second signature may be that of any other authorized signatory. A check may not be signed if it is missing either the payee, the amount or both.
2. All transactions (deposits and withdrawals) must be duly recorded and include proper supporting documentation and authorizations.
3. The Treasurer of the Association shall reconcile the bank statement and shall verify to the Executive Board at each monthly meeting that the current bank statement is in order.
4. All bills, invoices, contracts, bank statements and any other statements reporting assets and liabilities of the Association must be addressed to MSA's post office box. Someone other than the Treasurer must receive and open all mail. All late notices reporting delinquent amounts due must be reported to the Chairman of the Board of Directors immediately upon receipt.
5. Any cash taken in by the Association must be counted and placed in a sealed envelope by two (2) persons and promptly deposited into an authorized MSA bank account.

6. Every expenditure from any petty cash fund must be accounted for before the fund may be replenished.
7. The Executive Board shall appoint an independent Auditor to audit the books of the Association at least annually. The Auditor's Report shall be forwarded to the Executive Board 30 days after the audit. A copy of each report shall be given to the Chairman of the Board of Directors.
8. Any recommendation by the independent Auditor relative to fiscal policies and procedures will be implemented by the Association.
9. No expenditure may be made in MSA's name by any person other than the person authorized to do so by the Executive Board.

ARTICLE XIV

DISCIPLINE

SECTION A: Any charges of misconduct will be reviewed and a decision rendered on the complaint as prescribed below.

1. Charges of misconduct by a Recreational Team player, coach or administrator will be presented to the appropriate Divisional Vice President, the appropriate Division Manager and the head of the referees for review and action in accordance with the Rules and Regulations of MSA. An appeal from any action taken shall be made to the Executive Board. A report of any action taken shall be made to the Executive and Recreational Team Boards at their next respective meeting.
2. Charges of misconduct by a Select Team player, coach or administrator will be presented to the Select Subcommittee for review and action in accordance with the Rules and Regulations of MSA. An appeal from any action taken shall be made to the Recreational Teams Board. A report of any action taken shall be made to the Executive and Recreational Team Boards at their next respective meetings.
3. Charges of misconduct by a Travel Team player, coach or administrator will be presented to the Travel Team Board for review and action in accordance with the Rules and Regulations of MSA. An appeal from any action taken shall be made to the Executive Board. A report of any action taken shall be made to the Executive Board at its next meeting.
4. Charges of misconduct by a Premier Team player, coach or administrator will be presented to the Premier Team Board for review and action in accordance with the Rules and Regulations of MSA. An appeal from any action taken shall be made to the Executive Board. A report of any action taken shall be made to the Executive Board at its next meeting.
5. Charges of misconduct by a general member of the Association will be presented to the Executive Board for review and action.
6. Charges of misconduct by an officer of the Association or a member of the Executive Board will be presented to the Board of Directors for review and action.
7. Charges of misconduct by a member of the Board of Directors will be presented to the general membership for review and action.

ARTICLE XV
RULES AND REGULATIONS

SECTION A: Any changes to the Rules and Regulations must be approved by the Executive Board.

SECTION B: The Rules and Regulations of MSA Affiliates shall govern MSA in cases to which they are applicable and which they are not inconsistent with MSA's Rules and Regulations.

SECTION C: A copy of MSA's Rules and Regulations shall be available at the Association's office and published on its Internet web site.

SECTION D: A copy of the Rules and Regulations of MSA Affiliates shall be available at the Association's office.

ARTICLE XVI**BY-LAWS**

SECTION A: Any proposed changes to the By-Laws must be submitted to the Board of Directors in writing.

SECTION B: The Board of Directors will receive the proposed change to the By-Laws and take it under advisement. After 30 days review, the Board shall report back to the general membership within 60 days.

SECTION C: The proposed change must be carried by a two-thirds vote of the Board of Directors and the Executive Board.

SECTION D: A copy of MSA's By-Laws shall be available at the Association's office and published on its Internet web site.

SECTION E: A copy of MSA Affiliates' Constitution and By-Laws shall be available at the Association's office.

ARTICLE XVII**DISSOLUTION**

SECTION A: In the event of dissolution of the Association, all previous outstanding obligations of the Association shall be paid in full, and the remaining assets of the Association shall go to a general soccer association (such as EPYSA, USYSA or similar organization) exempt under Section 501(c) of the Internal Revenue Code.

Final Draft

*approved unanimously by the Board of Directors, May 15, 2005
approved unanimously by the Executive Board, May 16, 2005*