



**BYLAWS OF THE
ARUNDEL SOCCER ASSOCIATION, INC.**

(revised and approved March 2015)

Article I

Section 1 – The name of this corporation shall be the Arundel Soccer Association, Incorporated (hereafter "ASA").

Section 2 – The principal offices of ASA shall be located within Anne Arundel County, MD.

Article II

Corporate Membership

Section 1 – General Membership in ASA, which is not authorized to issue capital stock, shall be open to any natural person of at least eighteen years who:

- (a) Is the parent or guardian of a child currently participating in any of ASA's programs – As of August 1st of the seasonal soccer year, is registered and participating in ASA sponsored leagues (Rec, County and Travel)
- (b) Lends assistance to and supports the programs of ASA – current, active volunteer (as of August 1st of the seasonal soccer year) volunteer for ASA Committees, coaches but child does not play at club.

Section 2 – General Membership ASA shall not be withheld on the basis of race, color or religion, or disability.

Section 3 – Dues may be assessed, as determined by the Board of Directors (hereafter referred to as "the Board"), as a condition of new or continued membership in ASA.

Section 4 – Membership may be revoked by the Board, by a two-thirds majority of its voting members for an appropriate cause including but not limited to; conviction of a felony offense, notice of an official reprimand, unprofessional conduct, or unethical or immoral behavior.

Section 5 – There shall be an annual meeting of the membership of ASA for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The annual meeting of the membership shall be held during the month of October, on such date, at such time, and at such location within Anne Arundel County, MD, as determined by the Board. The Board shall provide at least 31 days notice to be given to the general membership, in a manner determined by the Board, of the date, time and location of the annual meeting. Refer to the ASA AGM guidelines for additional information pertaining to the AGM meeting and elections.

Section 6 – Special meetings of the membership, for any purpose(s) not prohibited by statute, may be called by the President or the Board upon 10 days notice of the date, time, location and purpose of the meeting.

Section 7 – Each member of the Board is entitled to one vote upon matters brought before the Board. Members shall be required to attend the annual meeting to vote.

Article III

Board of Directors

Section 1 – General Powers. The business and affairs of ASA shall be managed by the Board. This includes but is not limited to: establishing and implementing ASA policies, review and approval of all budgets, establish membership dues and registration fees, appointment of staff and perform, as appropriate, other related functions as authorized in or required by these Bylaws.

Section 2 – The number of Board members shall be fifteen (15) to prevent the possibility of a tie during a vote – 10 at large directors, 1 Secretary, 1 Treasurer, 2 Vice Presidents and 1 President. Each member shall hold office until the next annual meeting (each member has a 1 year term) of the general membership and until his or her successor has been elected and qualified.

Section 3 – Officer Selection Meeting. A meeting of the Board shall be held without other notice than this bylaw within one week after the annual meeting of the general membership. The Board may provide, by resolution, the time and place for the holding of the additional regular meeting without other notice than such resolution.

Section 4 – Regular Monthly Meetings. Regular monthly meetings of the Board shall be held without other notice than this bylaw. The Board shall provide, by resolution, the dates, time and place for the holding of regular monthly meetings.

Section 5 – Special Meetings. Special meeting of the Board may be called by or at the request of the President or any two directors. Notice of any special meeting shall be given at least 2 days prior notice to all directors.

Section 6 – Quorum. The presence, in person of five (5) directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 7 – The act of the majority of the directors present at any meeting at which a quorum is present shall be the act of the Board.

Section 8 – Any vacancy occurring on the Board after the AGM meeting, may be filled by the affirmative vote of the majority of the remaining directors, even though they may be less than a quorum of the Board. A person elected to fill a vacancy shall serve until the next AGM of the general membership.

Section 9 – Board Member Attendance at Meetings. It is recognized that Board members serve without compensation; however, every effort should be made by Board members to attend all meetings of the Board. If a Board member, during their one (1) year elected/appointed term misses three (3) or more meetings without prior Board notification and a valid reason as determined by the President, then by two thirds (2/3) majority vote, the position can be declared vacant.

Section 10 – At Large Directors. At Large Directors shall:

- (a) Chair/Serve on committees that support ASA initiatives including but not limited to: fundraising/sponsorship; marketing/communications; field maintenance; concession stand(s); special events (i.e., Back to Soccer Day, ASA Day, summer pick-up, etc.), ASA Charge
- (b) Provide official report on overall status of their committee, league, etc., to the Board at every Board meeting
- (c) Assist as with ASA initiatives as assigned to and approved by the President and ASA Board

Section 11 – The Board shall serve without compensation.

Section 12 – Meetings of the Board shall be open to the general membership.

Article IV

Corporate Officers

Section 1 – The officers of ASA shall be a President, a Vice President of Player and Coaching Development, a Vice President of Administration, a Secretary and a Treasurer.

Section 2 – Election and Term of Office. The officers shall be directors of ASA and shall be elected by majority vote of the Board at its first meeting after the annual meeting of the general membership. If the election of officers shall not be held at such first meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his/her successor has been duly elected and qualified, or until his/her death, or until he/she resigns or is removed by two thirds (2/3) vote of the entire Board.

Section 3 – Vacancies in any office may be filled by the Board for the unexpired portion of the term.

Section 4 – President. The President shall be the principle executive officer of ASA and, subject to the control of the Board, shall in general, supervise and control all the business and affairs of ASA. Specifically the President shall:

- (d) Be responsible for obtaining field permits from the Board of Education and County Department of Parks and Recreation prior to the start of each season.
- (e) Ensure organizational representation at all county, select or travel organizations that ASA has teams entered, either in person, or by appointment of another.
- (f) Ensure the appointment of Recreation, County, Select and Travel League Commissioners
- (g) Ensure insurance coverage for all players, coaches and Board members
- (h) Appoint committees to investigate or carry out items of interest to ASA.
- (i) Facilitate and moderate meetings of the Board and annual meeting of the general membership
- (j) Provide official report on overall status of ASA at every Board meeting
- (k) Negotiate contracts for ASA

Section 5 – Vice Presidents. In the absence of the President or in the event of his/her death, inability or refusal to act, the Vice President(s) shall perform the duties of the President, and when so acting, shall have the powers and be subject to all the restrictions upon the President.

The Vice President of Administration shall:

- (a) Represent ASA at regulatory soccer organization meetings (i.e., MSYSA, US Youth Soccer, Region I, Eastern Development League (EDP), Super Y, etc.), or by appointment of another.
- (b) Develop relationships with local and state government officials, area school, and regulatory soccer organization officials
- (c) Assists the Vice President of Player and Coaching Development as needed.
- (d) Oversee administrative programs and activities including but not limited to: assisting League Commissioners; marketing and communications initiatives (i.e., ASA website, social media outlets, advertising, etc.); negotiating uniform contracts and policies, coordinating referee program, and ensuring tournament execution.
- (e) Assist the President with negotiating contracts for organization
- (f) Ensure that all coaches have current background checks completed

The Vice President of Player and Coaching Development shall:

- (a) Coordinate with the First Vice President to represent ASA at regulatory soccer organization meetings (i.e., MSYSA, US Youth Soccer, Region I, Eastern Development League (EDP), Super Y), or by appointment of another.
- (b) Develop relationships with local and state government officials, area school, and regulatory soccer organization officials

- (c) Serve as the ASA liaison to strategic partners (i.e., DC United, Baltimore Blast, ASA Charge, ASA Charm City U-30, etc.)
- (d) Assists the Vice President of Administration as needed.
- (e) Work directly with the President, Board and Technical Director to create a club philosophy and to implement youth development programs to support that philosophy.
- (g) Oversee coaching and youth development activities including but not limited to: recruiting and evaluation of new coaches; observing coaches to ensure compliance with club philosophy; advising coaches on team progression, divisional placements, etc.; addressing team/coach relationships, disputes, complaints; coordinating coaching classes/trainings; coordinating ASA tryouts for age groups as needed.
- (h) Assist the President with negotiating contracts for organization
- (i) Assist President with all activities related to field and equipment acquisition
- (j) Ensure all County and Travel League Coaches have coaching license

Section 6 – Secretary. The Secretary shall:

- (a) Keep the minutes of the Board meetings and of the annual meeting of the general membership in one or more books provided for that purpose.
- (b) Be the custodian of the ASA records/documents (i.e., bylaws, policies and procedures, resolutions, registration forms, etc.) and of the seal of ASA and that the seal of ASA is affixed to all documents, the execution of which on behalf of ASA under its seal is duly authorized.
- (c) Distribute minutes to the Board members within two weeks of all meetings
- (d) Prepare and distribute agendas for Board meetings and annual meetings of the general membership
- (e) Establish/reserve a meeting place for all meetings of the Board and notify all Board members of the date, time and place
- (f) Establish with the Board, reserve a meeting place and advertise the annual general membership meeting
- (g) In general, perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned to him/her by the President or by the Board.

Section 7 – Treasurer. The Treasurer shall:

- (a) Have charge and custody of and be responsible for all funds and securities of ASA, receive and give receipts for monies due and payable from any source whatsoever, and deposit all such monies in the name of ASA in such financial institutions as may be selected by the Board

- (b) With the Board, establish a two-party signature checking and/or savings account for ASA with the five (5) officers as signatories
- (c) Provide an annual report for the past year and annual budget for the succeeding year to the Board at the January meeting
- (d) Provide a monthly report to the Board at the monthly Board meetings
- (e) Organize and schedule an audit every three (3) years of ASA financials and report findings to the Board
- (f) In general, perform all duties incident to the Office of Treasure and such other duties as from time to time may be assigned to him/her by the President or by the Board.

Section 8 – The officers of ASA shall serve without compensation.

Article V

Fiscal Year

The fiscal year of ASA shall begin on the first day of January and end on the thirty-first day of December each year.

Article VI

Seal

The Board shall provide the ASA seal which shall be in circular form, and shall have inscribed thereon the name of the corporation, the date of the incorporation, and the words “Corporate Seal”.

Article VII

Amendments

These bylaws may be altered, amended or repealed and new bylaws may be adopted by the Board at any regular meeting or special meeting of the Board.

Article VIII

Conduct

The Arundel Soccer Association is based upon the objective of providing our youth with an opportunity to not only acquire and develop soccer skills, but to also develop values of sportsmanship and fair play through organized competition. These values cannot be nurtured in an environment which permits confrontation, poor sportsmanship, verbal or physical abuse by and amongst spectators, team members, team staff, game officials or organizational officials.

Article IX

ASA's uniform

The uniform of ASA shall be of common design, approved by the Board prior to purchase and the Board shall ensure that the uniform conforms with a red, white, and royal blue motif. The ASA logo shall be displayed on the uniform. All County, Travel and Select teams must purchase and wear the Board approved ASA uniform purchased from the vendor approved by the Board.