

Spokane Valley Express F. C.

Constitution and By-Laws

Approved March 11,1997

Modified August 5, 2008

CONSTITUTION

ARTICLE I. NAME AND DURATION

SECTION 1. The Spokane Valley Express F. C. (Football Club) dba Spokane Valley F.C., hereinafter referred to as the "Corporation" or "Club", is a non-profit corporation organized and existing under the laws of the state of Washington.

SECTION 2. The duration of this organization shall be continual until such time as it is dissolved by majority vote of the membership.

ARTICLE II. OBJECTIVES

SECTION 1. The objectives of the Club are to:

- A) Promote and develop the game of soccer.
- B) Promote good sportsmanship, good citizenship and team spirit.
- C) Develop coaches and players to their fullest potential.
- D) Provide a quality organization that maintains the individual player's best interest as a top priority.
- E) Teach, through the game of soccer, sportsmanship, citizenship, physical health and mental alertness.

ARTICLE III. ORGANIZATION COLORS

SECTION 1. The representative colors of the Club are Royal blue, white and black.

ARTICLE IV. JURISDICTION

SECTION 1. The Club shall have jurisdiction over its entire member's including teams, as well as associated individuals, such as coaches, players, parents and administrators.

ARTICLE V. AFFILIATION

SECTION 1. The Club shall be affiliated with Washington State Youth Soccer Association (WSYSA) and the Spokane Valley Junior Soccer Association (SpVJSA), and shall be subject to the rules and regulations thereof. The club can join and/or become affiliate with organizations that do not conflict with the U.S. Soccer Federation.

Through our affiliation with WSYSA, the Club is affiliated with the following organizations:

United States Youth Soccer Association (USYSA), United States Soccer Federation (USSF),
Federal Internationale de Football Association (FIFA).

ARTICLE VI. FINANCIAL POLICY

SECTION 1. The Club is and shall be a non-profit organization.

SECTION 2. In the event of dissolution thereof, the entire net balance of this organization's money and property, if any, shall be given to such other non-profit organization, as the Board of Directors shall determine.

ARTICLE VII. ADMINISTRATIVE AUTHORITY

SECTION 1. The Club's Board of Directors shall be governed by the Constitution and by-laws except when those of USSF, WSYSA, or SpVJSA supercede these.

SECTION 2. The Club's Board of Directors shall have the authority from time to time to issue policies or instructions necessary to interpret, clarify or further define the Constitution and By-Laws.

ARTICLE VII. MEMBERSHIP

SECTION 1. The membership of the Club shall consist of

- A) Playing Members - All youth players who are properly registered to an USSF Affiliate and have paid club dues to the Club whether rostered to a team or not are considered Playing Members. Youth players shall not be voting members but shall be represented by their parents.
- B) Parent Members - All parents and guardians of Playing Members from whom an annual registration fee and club dues have been paid. Parents and guardians shall have collectively, one (1) vote per Playing Member at the AGM.
- C) Staff Members - All coaches, assistant coaches, team treasurers, team managers and staff of the Club who have current Risk Management. Each of these members shall have one (1) vote unless they are already a voting member of another group (i.e.: Parent Member)
- D) Board/Officer Members - All officers and directors of the Club. Each of these members shall have (1) vote unless they are a voting member of another group.

SECTION 2. Any officer of the Club shall not serve as an officer of another soccer club.

ARTICLE XI. ADMINISTRATION

SECTION 1. The governing authority of the Club shall be vested with the Board of Directors.

SECTION 2. The Board of Directors shall be composed of the officers of the Club and two representatives from the Advisory Council (VP Boys and VP Girls).

SECTION 3. The Executive Board consists of the officers of the Club.

SECTION 4. The Advisory Council

- A) Each team will select two representatives to the Advisory Council after tryouts for July-June appointments. Teams are encouraged to select the team manager as one of the representatives.
- B) Team representatives are to be parents or guardians of team members and may be active Club coaches or members of the Spokane Valley Junior Soccer Association Board.
- C) The primary role of the Advisory Council is to provide feedback to the Board on policy and operational matters from a parent and team perspective.
- D) The Advisory Council shall select two members to serve as Vice President for Girls and Vice President for Boys. These positions serve as liaisons between the Board and the teams representing the Club's girls and boy teams respectively.

SECTION 5. The Club shall be governed by its Constitution and By-Laws.

SECTION 6. The Board of Directors may appoint a Club Administrator, Director of Development, Assistant Development Director for Boys and Assistant Development Director for Girls. The Board will adopt job descriptions and compensation levels for these positions and may modify them from time to time. The payroll year for anyone receiving compensation from the Club shall be the calendar year. Employees and independent contractors will be paid on the 15th of the month.

ARTICLE X. MEETINGS

SECTION 1. The annual General Meeting (AGM) of all members of the Club shall be held for the primary purpose of electing the Officers of the Club. The AGM shall take place during the third quarter of each calendar year.

SECTION 2. Meetings of the Board of Directors are considered business meetings and shall be called as defined in the By-Laws.

SECTION 3. Advisory Council Meetings are open to all coaches and parents and will be held as necessary.

ARTICLE XI. PARLIAMENTARY AUTHORITY

SECTION 1. All meetings of the Club shall be conducted using Roberts Rules of Order.

ARTICLE XII. AMENDMENTS

SECTION 1. Proposed changes or amendments to this Constitution can be effected when voted on by the Board of Directors.

SECTION 2. Such proposed changes or amendments can be submitted by any member and must be made in writing to the Club secretary at least 60 days prior to the board meeting at which they are to be acted upon.

SECTION 3. The Club Secretary shall publish and notify the membership of such proposed changes or amendments to the Constitution at least 30 days prior to the board meeting at which they are to be acted upon.

SECTION 4. All approved changes or amendments shall be included in the board meeting minutes.

SECTION 5. All changes or amendments shall be approved by 2/3 majority of the Club's Board of Directors present.

By-Laws

ARTICLE I. MEMBERSHIP

SECTION 1. Playing and Parent Membership in Spokane Valley FC shall be determined by a representative from the Club through team tryouts or registration and through the acceptance of annual registration fees and club dues.

SECTION 2. Coaches may be recommended by a member of the Club or may apply directly to the Club Board of Directors. Final approval of all coaches rests with the Board of Directors.

A) Coaches of member teams shall be responsible for the conduct of players, parents and all others under their jurisdiction, and shall insure that their actions on or off the field do not bring disfavor upon the Club.

B) Any coach of the Club being negligent in responsibilities to the Club shall be subject to suspension or removal by 2/3 vote of the Board of Directors present, with a minimum of five board members attending of which four must be officers.

ARTICLE II. BOARD OF DIRECTORS

SECTION 1. The Board of Directors (Board) shall be composed of seven persons consisting of the five Officers of the Club and two team representatives (1 boys, 1 girls) selected by members of the Advisory Board, and shall have the authority and responsibility to conduct the business and affairs of the Club in accordance with the Constitution and By-Laws.

SECTION 2. The Board of Directors shall have the authority to appoint a person to fill any vacant Officers position by a majority of the quorum.

SECTION 3. The Advisory Board shall have the authority to appoint one of their members to fill any vacant team representative position for the respective gender.

SECTION 4. Any member of the Board of Directors may be, subject to any limitations imposed by law, removed by two-thirds (2/3) vote of the Board of Directors for just cause. The Secretary shall notify any member who misses two (2) consecutive regular meetings, that their removal shall be automatically proposed and voted upon at the next regular meeting of the board.

SECTION 5. Members of the Board shall receive no compensation for their service as Directors but may receive reimbursement for expenditures incurred on behalf of the Club.

SECTION 6. Members of the Board may not be a paid employee or compensated agent of any member of the USSF, USYSA, WSYSA, SpVJSA or Spokane Valley FC. A compensated agent refers to a person who receives fees for services rendered, other than refereeing, not a person who is compensated for expenses incurred in order to fulfill duties in connection with the business of the Club.

ARTICLE III. OFFICERS

SECTION 1. The Officers of the Club shall consist of:

A) President

B) Vice President

C) Registrar

D) Secretary

E) Treasurer

SECTION 2. Officers of the Club will be elected for two (2) year terms at the AGM. The President, Registrar and Treasurer shall be elected in even numbered years. The Vice President and the Secretary shall be elected in odd numbered years.

SECTION 3. Responsibility of Officers

A) President. The President shall supervise all activities of the Club and the work of the Board of Directors and shall chair all meetings, with the exception of the Advisory Council, for the Club. The responsibilities of the President shall include, but not be limited to the following:

- 1) Be the general representative of the Club in all matters. Specifically, act as the representative of the Club with SpVJSA and WSYSA.
- 2) Provide proper notice of all Club meetings to the Secretary.
- 3) Sign checks on the Treasury.

B) Vice President. The Vice President shall assist the President in all business of the Club, become the Acting President during any temporary absence of the President, and succeed to the Presidency if that office becomes vacant midterm. The responsibilities of the Vice President shall include, but not be limited to the following:

- 1) Sign checks on the Treasury.
- 2) Shall act as Tournament Director on odd years and as Assistant Tournament Director on even year.
 - a. Chair the tournament committee for all club sponsored soccer tournaments
 - b. Ensure that all tournament paperwork is properly filled out and filed with WSYSA in a timely manner
 - c. Keep the Board of Directors informed and updated on the progress of the tournament committee
 - d. Act as liaison between the Board of Directors and the tournament committee
 - e. Act as liaison between the Association Board of Directors and the tournament committee.
- 3) Oversee the Club Administrator
 - a. Work with the Spokane Soccer Referee Association and the SpVJSA Director of Officiating to provide referee clinics for all Club members. Encourage coaches, players and parents to receive their referee certification.
 - b. Provide administrative assistance to teams. Assist newly formed teams in finding and training team administrators. Act as an advisor to team

administrators. Compile and maintain orientation materials for all new coaches.

- 4) Oversee the Director of Coaching
 - a. Work with coaches in an effort to update their Coaching Licensees and skills. Provide notice to coaches of appropriate training clinics.
 - b. Provide clinics and training for player development.

C) Registrar. The Registrar shall chair the tryout committee and shall act as an advisor to team managers. The responsibilities of the Registrar shall include, but not be limited to the following:

- 1) Responsible for maintaining a proper record of all players.
- 2) Responsible for making sure that all players are properly registered.
- 3) Responsible for meeting deadlines as set by the SpVJSA Registrar.
- 4) Insure that all Club registration policies, procedures, and activities are consistent with and in compliance with all applicable SpVJSA, WSYSA and any other affiliated governing body's registration rules and policies.
- 5) Coordinate with each team manager to oversee any player adds, drops, or transfers.
- 6) Responsible for assuring that team managers, coaches and affected players/parents are aware of all rules and procedures pertaining to their registration status (transfer, add, delete, etc.)

D) Secretary. The responsibilities of the Secretary shall include, but not be limited to the following:

- 1) Custodian of all Club correspondence.
- 2) Compile and publish the Club Directory. The Directory will list all member teams and the names, addresses and phone numbers of their coaches and team administrators.
- 3) Record, prepare, publish and distribute minutes in a timely fashion for all meetings of the Board of Directors.
- 4) Update and publish the Spokane Valley FC Constitution, By-Laws and Team Administrator Duties and Guidelines.
- 5) Notify each member team, coach of a member team and Officer of the Club at least 30 days prior to the AGM, by mail, of the date and time of the AGM and of any proposed changes or amendments to the Constitution or By-Laws.

E) Treasurer. The responsibilities of the Treasurer shall include, but not be limited to the following:

- 1) Maintain a checking account for the Club in a Washington branch of a financial institution. The account shall require two (2) signatures.
- 2) Deposit all monies of the Club in the above account.
- 3) Disburse checks for all properly authorized Club expenses. All checks shall contain the signatures of the Treasurer and either the President or the Vice President.
- 4) Collect player Club fees from the Treasurers of all member teams.

- 5) Collect financial statements from all Team Treasurers at the end of each year.
- 6) Submit yearly financial statements for the Club to the Board of Directors and the SpVJSA Treasurer.
- 7) Shall act as Tournament Director on even years and as Assistant Tournament Director on odd year.
 - a. Chair the tournament committee for all club sponsored soccer tournaments
 - b. Ensure that all tournament paperwork is properly filled out and filed with WSYSA in a timely manner
 - c. Keep the Board of Directors informed and updated on the progress of the tournament committee
 - d. Act as liaison between the Board of Directors and the tournament committee
 - e. Act as liaison between the Association Board of Directors and the tournament committee.

ARTICLE IV. COMMITTEES

SECTION 1. The tryout committee shall consist of the Registrar, VP-Girls and VP-Boys working with the Advisory Council. It shall be responsible for administering player tryouts for all Club teams. The committee shall assemble materials for tryouts and assist coaches at the tryouts. Materials shall include but not be limited to sign-up tables, player tryout forms, pencils, tryout numbers and pins.

SECTION 2. The tournament committee shall consist of the Vice President, Treasurer, VP-Girls and VP-Boys working with the Advisory Council. It shall be responsible for the organizing and operation of club-sponsored tournaments.

ARTICLE V. FINANCES

SECTION 1. FISCAL YEAR. The fiscal year of the Club shall be the calendar year.

SECTION 2. PLAYER CLUB FEES. Each player on a Club team shall pay a membership fee. The fee shall be determined by the Board of Directors at a meeting of the Board during the first quarter of the year. Fees shall be paid in full within 90 days of the teams' tryout or by the first league game which ever comes first or as directed by the board.

SECTION 3. PLAYER TEAM FEES. Each member team may choose to assess each player a team membership fee.

SECTION 4. TRAINING FEES. Teams conducting additional training over that provided by the club will pay the Club monthly for the sanctioned training. The Club will pay all persons conducting sanctioned training by the 15th of the following month. All persons conducting sanctioned training must be approved by the Board of Directors and have a current WSYSA RMA on file. All training where fees are paid from team accounts or by parents directly to trainers are considered unsanctioned training and not covered by WSYSA insurance.

ARTICLE VI. MEETINGS

SECTION 1. ANNUAL GENERAL MEETING (AGM) . The Club's AGM shall take place during the third quarter of each calendar year. Voting at the AGM shall be on the basis of one vote for each attending rostered player and head coach. The members present shall constitute a quorum,

provided, in no event may a quorum be composed of less than four (4) members, two of which must be officers.

SECTION 2. BOARD OF DIRECTORS MEETINGS . The Board of Directors meetings shall be held on a schedule to be determined by the Board of Directors. There shall be a minimum of one meeting per calendar quarter. A minimum of four members of the Board of Directors shall constitute a quorum.

SECTION 3 ADVISORY BOARD MEETINGS. The Advisory Board meetings shall be held on a schedule to be determined by the Board of Directors. The members present shall constitute a quorum, provided, in no event may a quorum be composed of less than four (4) members.

ARTICLE VII. AMENDMENTS

SECTION 1. Proposed changes or amendments to the By-Laws can only be effected when voted on by a quorum of the Board of Directors.

SECTION 2. Such proposed changes or amendments can be submitted by any member, and must be made in writing to the Club Secretary at least 60 days prior to the board meeting at which they are to be acted upon.

SECTION 3. The Club Secretary shall publish and notify the membership at least 30 days prior to the board meeting of such proposed changes or amendments to the By-Laws.

SECTION 4. All approved changes or amendments shall be included in the board meeting minutes.

SECTION 5. All changes or amendments shall be approved by 2/3 majority of the Clubs Board of Directors present.