



Columbus Express Soccer Club

By-Laws

of the Columbus Express Soccer Club



Columbus Express Soccer Club

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Article I: Organization

1. Name. The name of the organization shall be the Columbus Express Soccer Club, also identified by “CESC” (hereinafter referred to as CESC or “Club”).
2. Purpose. CESC shall develop, promote and administer a competitive youth soccer program for players residing primarily in Bartholomew County, Indiana and surrounding areas.
3. Affiliation: CESC shall maintain affiliation with Indiana Youth Soccer (hereinafter referred to as IYS), the United States Youth Soccer Association (hereinafter referred to as USYSA) and the United States Soccer Federation (hereinafter referred to as USSF).

Article II: Offices

1. The principal office of CESC shall be located in Columbus, Indiana. The address of the principal office and the designation of the resident agent may be changed and will be determined by the Executive Board.

Article III: Seasonal Playing Year and Fiscal Year

1. Seasonal Playing Year. The seasonal playing year of CESC shall correspond to the seasonal playing year as set by IYS.
2. Fiscal Year. The Executive Board shall determine the fiscal year.

Article IV: Membership

1. Active Membership Definition: A member of CESC is defined as any of the following:
 - any parent or legal guardian of a child registered in any of CESC's programs.
 - any coach or referee currently active in CESC.
 - any person having an interest in the goals of CESC and serving in a position within CESC.
2. Status: Members must remain in good standing with regard to conduct and payment of fees and dues.
3. Voting Rights: Each family is entitled to only one vote at member meetings, notwithstanding the number of children registered or positions held in CESC. Members must be present to vote. Voting by proxy is prohibited.
4. Termination: Membership in CESC may be terminated for good cause shown by a majority vote of the Executive Board at any scheduled or special meeting, and upon thirty (30) days notice in writing to the member affected. At said meeting, the member of note shall be entitled to respond to the stated reasons and be heard in his/her own defense.



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5. Non-discrimination. CESC prohibits prohibits discrimination in its programs and activities on the basis of race, national origin, color, creed, religion, sex, age, disability, veteran status, sexual orientation, gender identity, or associational preference. CESC also affirms its commitment to providing equal opportunities and equal access to its facilities.

Article V: Member Meetings

1. Annual General Meeting. The date of the regular annual meeting shall be set by the Executive Board who shall also set the time and place. The Annual General Meeting shall be held each and every year for the election of Board Members, for offering suggestions to the Executive Board for any in the quality of the program, and for transacting such other business as may properly come before the meeting. The incumbent Board Members shall serve at the first Board meeting following the Annual General Meeting.
2. Special Meetings. Special meetings of the general membership may be called at any time by the President or two Board Members when it is deemed for the best interest of CESC. Those calling for the special meeting will also determine the place and time of such meeting. No other business but that specified in the notice may be transacted at such special meetings without the unanimous consent of all present at such meeting.
3. Notice of Meetings. A written or printed notice stating the place, day, hour of the meeting, and, in the case of a special meeting, the purpose(s) for which the meeting is called, shall be mailed or delivered by the Secretary, or the Board Member or persons calling the meeting, to each member of record entitled to vote. This notice shall be delivered at least fourteen (14) days (but not more than ninety (90) days) prior the meeting to each member's mailing address or e-mail address as it appears on the registration records of CESC at the time of such mailing.
4. Quorum. At any member meeting, the presence in person of the lesser of twenty-five (25) eligible members or ten percent (10%) of the total members entitled to vote upon the business proposed at such meeting shall constitute a quorum. In the absence of a quorum at any meeting of the members, the Secretary or any Board Member entitled to preside at or act as Secretary may adjourn such meeting to a subsequent date.
5. Voting. Each family is entitled to only one vote at member meetings, notwithstanding the number of children registered or positions held in CESC. Proxy voting is not recognized at the Annual General Meeting and Special Meetings of the members.

Article VI: Executive Board

1. General Authority. The property, affairs, activities and concerns of the Club shall be vested in the Executive Board. All authority of the Club shall be vested in the Executive Board unless specified otherwise in these bylaws. The Executive Board is responsible for developing and enforcing the bylaws, policies and procedures of the Club, including but not limited to decisions affecting membership status and appeals procedures. The Executive Board may delegate responsibility for day-to-day operations to the Club Administrator, Committee Chairpersons and Committees.



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2. Composition. The Members of the Executive Board shall consist of at least a President, Secretary and Treasurer. The maximum number of Members shall be seven (7) consisting of the President, Vice-President, Secretary, Treasurer, Registrar, and two At Large Members. Additionally, the out-going Club President from the previous term will hold an non-voting, ex officio position for one year following the end of his/her term. All Members of the Executive Board shall have and be subject to the same and equal qualifications, rights, privileges, duties, limitations and restrictions unless specified otherwise in these bylaws.
3. Election of Executive Board & Terms. Members of the Executive Board shall be elected by a majority vote of the members present and eligible to vote at the Annual General Meeting, as follows:
 - 3.1. Members to be elected in ODD numbered years are: Vice-President, Treasurer, Registrar and At Large 1.
 - 3.2. Members to be elected in EVEN numbered years are: President, Secretary and At Large 2.Executive Board Members shall be elected for a term of two years, or until the second Annual General Meeting following said election, and are eligible for re-election. Executive Board Members are limited to two consecutive two-year terms. At no point shall any individual hold more than one Executive Board position
4. Eligibility. An active Club member who has paid all dues and/or has met all other qualifications for good standing shall be eligible for any Executive Board position. No person convicted of a felony within the previous ten (10) years may serve as a Member of the Executive Board. Notwithstanding the previous sentence, in no event shall a person serve as a Member of the Executive Board if he/she has been convicted of a sex crime; a crime involving the sale, manufacture or delivery of a controlled substance; robbery; murder; perjury; burglary or a crime involving the abuse of a child. Any person who is charged with a criminal act shall be suspended from the Executive Board pending the outcome of the charges.
5. Compensation & Salaries. Persons serving as Executive Board Members shall serve without salary or compensation. No Executive Board Member shall be on paid staff with the Club (i.e., with fees set by the Club). Reasonable expenses shall be reviewed by the entire Executive Board.
6. Absences. Should any Member of the Executive Board absent himself/herself from three consecutive meetings of the Executive Board without sending a communication to the Secretary stating his/her reason for doing so, or if his/her excuse should not be accepted by the Members of the Executive Board, his/her position may be declared vacant. The Executive Board may then proceed to fill the vacancy.
7. Vacancies. Whenever any vacancy occurs on the Executive Board by resignation, death or otherwise, it shall be filled without undue delay by a majority vote by ballot of the remaining Members of the Executive Board. The election shall be held within sixty (60) days after the occurrence of the vacancy. The names of any Club member interested in the position must be submitted to the Secretary at least ten (10) days prior to the vote. The person so chosen shall hold office for the remaining term of the vacancy being filled.



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8. Removal of Executive Board Members. Any one or more of the Executive Board Members may be removed either with or without cause, at any time, by a vote of two-thirds of the Executive Board.

Article VII: Executive Board Meetings

1. Quorum. At least one more than half of the current Executive Board Members shall constitute a quorum for the transaction of business at any meeting of the Executive Board.
2. Voting. Each Executive Board Member will be entitled to one (1) vote. All questions shall be decided by a majority vote of the Executive Board Members present. No proxy voting shall be allowed.
3. Regular Meetings of the Executive Board. A meeting of the Executive Board shall be held contemporaneously with the Annual General Meeting, and once each month thereafter, at a regularly scheduled time and location. These meetings will be open to all members of the Club.
4. Special Meetings of the Executive Board. Special meetings, including closed, executive sessions, may be called by or at the request of the President or any two (2) Executive Board Members. Meetings to address grievances may be called by the Secretary if a member has submitted a grievance form and it is deemed necessary. At least eight (8) days notice must be given to the Members of the Executive Board, along with the time, place and reason for any special meetings. Notice can be sent by e-mail, phone or mail. If notice is sent by mail, it is considered not delivered until three (3) days after the postmarked date.
5. Manner of Acting. The act of the majority of the Executive Board Members present at which a quorum is present will be the act of the Executive Board. The Executive Board may determine to act by written consent, including through e-mail, and/or through meetings by telephone, unless there is an objection by one (1) of the Executive Board Members.
6. Order of Business. The rules of procedures at meetings shall be the rules contained in Robert's Rules of Order, so far as applicable and when not inconsistent with these bylaws or any resolution of the Executive Board.

Article VIII: Executive Board Member Duties

1. Number. Executive Board Member positions include the President, Vice-President, Secretary, Treasurer, Registrar and two (2) Members At Large.
2. Duties. The general duties and powers of the Executive Board Members shall be as listed below. Additional duties and powers may be granted as the Executive Board deems necessary.
3. President. The President shall:
 - 3.1. Oversee and coordinate the activities of the Club, the Executive Board, and designees of the Executive Board.



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- 3.2. Preside at all Executive Board and Member meetings.
 - 3.3. See all books, reports, certificates required by law are properly kept or filed.
 - 3.4. Set the agenda for the Executive Board meetings.
 - 3.5. Be one of the Members who may sign checks or drafts of the organization.
 - 3.6. Make day-to-day Club decisions per budget set by the Executive Board.
 - 3.7. To perform all other duties as shall be necessary to promote and uphold the welfare of youth soccer and to positively affect "the good of the game" within the State of Indiana.
4. Vice President. The Vice President shall:
- 4.1. Succeed to the duties of the President in his/her absence assuming all duties.
 - 4.2. Oversee, coordinate and assist the Committee Chairpersons in forming appropriate committees as the Executive Board deems necessary.
 - 4.3. Correspond and coordinate the use of the Club's equipment and facilities with local authorities.
5. Secretary. The Secretary shall:
- 5.1. Oversee communications between the Club and its members to ensure that all are kept informed of the activities of the Club.
 - 5.2. Maintain the official records of the Club.
 - 5.3. Be responsible for recording the minutes of all of the Club's meetings, except for committee meetings, and to report such actions taken at these meetings to all Club members.
 - 5.4. Provide timely notice to all members of the time and place of all Member and Executive Board Meetings.
 - 5.5. Give and serve all notices to members of the Club.
 - 5.6. Maintain a current list of the membership, including names, addresses, telephone numbers, and e-mail addresses.
 - 5.7. Attend to all correspondence of the Club and shall exercise all duties incident to the position of Secretary and other such duties as assigned to him/her by the Executive Board and/or President.
6. Treasurer. The Treasurer shall:
- 6.1. Have the care and custody of all moneys belonging to the Club and shall be solely responsible for such moneys or securities of the Club.
 - 6.2. Be one of the Members who may sign checks or drafts of the organization.
 - 6.3. Render at stated periods as the Executive Board will determine a written account of the finances of the Club, and such report shall be fixed to the minutes of the Executive Board of such meeting.
 - 6.4. Serve as Committee Chairpersons of the Finance Committee.
 - 6.5. Assist in the preparation of the budget.
 - 6.6. Assist in the development of fundraising plans.
 - 6.7. Receive all dues and fines concerning the Club.



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- 6.8. Perform all duties incident to the position of the Treasurer and such other duties as are given to him/her by these bylaws or as may be assigned by the Executive Board and/or President.
7. Registrar. The Registrar shall:
 - 7.1. Be responsible for overseeing the registration of players and coaches.
 - 7.2. Be responsible for overseeing the formation of teams by coordinating with the Director of Coaching.
 - 7.3. Oversee the Committee Chairperson of Tryouts and formation of an appropriate tryout committee.
 - 7.4. Oversee all duties incident to the position of Registrar and such other duties as are given to him/her by these bylaws or as may be assigned by the Executive Board and/or President.
8. Member At Large 1. The Member At Large 1 shall:
 - 8.1. Serve on the Executive Board as a voting member.
 - 8.2. Perform duties as are given to him/her by these bylaws or as may be assigned by the Executive Board and/or President.
9. Member At Large 2. The Member At Large 2 shall:
 - 9.1. Serve on the Executive Board as a voting member.
 - 9.2. Perform duties as are given to him/her by these bylaws or as may be assigned by the Executive Board and/or President.

Article IX: Executive Staff

1. Composition. The Executive Staff includes those Club positions that are employed by the Club, report directly to the Executive Board, and are directed by the Executive Board.
2. Director of Coaching. The Director of Coaching shall be selected by the Executive Board, and will have the following duties and responsibilities:
 - 2.1. Serve as an advisor to the Executive Board in a non-voting capacity.
 - 2.2. Assist in organizing team tryouts.
 - 2.3. Make final player selections.
 - 2.4. Ensure that all interested players are evaluated.
 - 2.5. Select trainers and coaches and acquire Executive Board approval.
 - 2.6. Organize trainer and coach meetings.
 - 2.7. Organize team camps/clinics.
 - 2.8. Develop educational resources for trainers, coaches and players.
 - 2.9. Develop a program of training to help coaches meet team goals and objectives.



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- 2.10. Enforce Club, League and team rules.
 - 2.11. Impose appropriate discipline when necessary.
 - 2.12. May delegate any element of their duties and responsibilities to the trainers and coaches on a temporary basis.
 - 2.13. Communicate with players and parents the Club coaching goals and objectives when needed.
3. Club Administrator. The Club Administrator shall be selected by the Executive Board, and will have the following duties and responsibilities:
- 3.1. Serve as an advisor to the Executive Board in a non-voting capacity.
 - 3.2. Keep the Executive Board apprised of all League meetings.
 - 3.3. Shall be responsible for placing all advertising as directed by the Executive Board.
 - 3.4. Keep managers informed of upcoming events, policy changes, tournaments, etc.
 - 3.5. Assist Registrar in coordinating team registration.
 - 3.6. Assist Secretary in collecting and maintaining Club members' information.
 - 3.7. Assist in other Club's day-to-day businesses as directed by the Executive Board.

Article X: Committee Chairpersons

1. Composition. The Executive Board shall appoint Committee Chairpersons. Their term shall be one (1) year, but can be re-appointed.
2. Responsibilities. The duties and responsibilities of the Committee Chairpersons are to manage various functions of the Club. Once appointed, Committee Chairpersons may then form committees as they deem necessary to assist them in their duties.
3. Committee Chairpersons. Below is a list of recommended Committee Chairpersons.
 - 3.1. Communications
 - 3.2. Facilities
 - 3.3. Tournament
 - 3.4. Uniforms
 - 3.5. Risk Management
 - 3.6. Fundraising
 - 3.7. Managers
 - 3.8. Tryouts
 - 3.9. Website
 - 3.10. Referees



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Article XI: Committees

1. Composition. All Committee Chairpersons of this organization shall be appointed by the Executive Board and their term of office shall be for a period of one year or less if sooner terminated by the action of the Executive Board. Members of each committee shall be members of the club, and shall be appointed by the Committee Chairpersons.
2. Action. The Executive Board will define the scope and the deliverables for the committees. As defined by the Executive Board, decisions by a committee must be presented to the Executive Board prior to enactment.
3. Permanent Committees. The permanent committees shall be the Finance Committee and the Nominating Committee.
4. Finance Committee. The Treasurer is Committee Chairpersons of the Finance Committee, which includes at least one (1) other Executive Board Member. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan and an annual budget with staff and other Executive Board Members. The Executive Board must approve the budget, and all expenditures must be within the budget. Annual reports are required to be submitted to the Executive Board showing income, expenditures and pending income. The financial records of the Club are public information and shall be made available to the membership, Executive Board and the public.
5. Nominating Committee. The Nominating Committee shall be comprised of at least three (3) individuals. These individuals shall be either: (a) Executive Board Members not up for re-election, or (b) Club members. A minimum of two (2) members of the Nominating Committee shall be current Executive Board Members. Nominating Committees are formed following each Annual General Meeting. The following Executive Board Members will serve on the Nominating Committees:
 - 5.1. ODD year election: Member At Large 2, Secretary
 - 5.2. EVEN year election: Member At Large 1, Registrar

The Nominating Committee shall be responsible for the nominating members of the Club to the Executive Board. The Nominating Committee shall research the needs of positions within the Club, meet with prospective Board members, recommend candidates to the Board, conduct orientation for new Board members, and suggest members for various committees. The Nominating Committee shall be employed for Executive Board positions and all other open positions within the Club.

Elections shall take place at the Annual General Meeting in a manner as determined by the Nominating Committee. Club members may also nominate other candidates for open positions at the Annual General Meeting.

Article XII: Grievances & Discipline



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1. Grievances. All grievances must be submitted to the Executive Board in writing and shall be addressed at the next regularly scheduled meeting of the Executive Board. If the Club President deems such grievance of an emergency nature, then a Special Meeting may be called. Any Board Member who is involved with the team in an official capacity from which the grievance has been filed shall remove themselves from any vote taken to address the grievance.
2. Discipline. The Executive Board shall have the authority to suspend or discharge any member or other person whose conduct is deemed detrimental to the best interest of the CESC.

Article XIII: Indemnification

To the extent not inconsistent with the laws of the State of Indiana, every person (and the heirs estate, executors, administrators and personal representatives of such person) who is or was a Executive Board Member, Committee Chairpersons or paid staff of CESC shall be indemnified by the Organization as provided in the act.

Article XIV: Dissolution

1. Dissolution. Prior to a decision by the Executive Board to dissolve the Club, the decision must be put on hold for a minimum of two (2) years. The current Executive Board will be required to find a steward of the funds. The status of the Club will be revisited each year for a minimum of two (2) years. If the Organization is dissolved (other than a name change), the assets of CESC (after paying or making arrangements for paying all liabilities of CESC) shall be distributed to another not-for-profit organization with similar goals and objectives. This decision shall determined by a majority vote of the Executive Board at the time of dissolution.
2. Remaining Assets. Upon dissolution of CESC, no member shall be entitled to any distribution or division of any property of CESC or its proceeds.

Article XV: Amendments

1. These By-Laws may be amended, repealed, or altered in whole or in part by a majority vote of the whole Executive Board at any regular or special meeting, provided that notice of the meeting shall be made to the members of CESC at least thirty (30) days in advance and shall make reference that the By-Laws may be amended, revealed, altered and a summary of the proposed changes. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements at least ten (10) days prior to the next scheduled meeting of the Executive Board.