

# **SATELLITE BEACH SOCCER CLUB, INC.**

## **BYLAWS**

(Revised March 18, 2005)

### **Article I: Corporation Name and Offices**

The name of the Corporation shall be the SATELLITE BEACH SOCCER CLUB, INC. (hereinafter “the Club” and “the Corporation”), and its teams shall be called “the Lightning”. Any use of the Club name, team name or graphic identity in any form without the express consent of the Executive Board or Club Director is prohibited. The office of the Corporation shall be located in the City of Satellite Beach and the State of Florida. The Corporation may also maintain offices at such other places within or without the United States as the Board of Directors (“the Board”) may, from time to time, determine.

### **Article II: Bylaws**

These Bylaws establish the rules and guidelines by which the Corporation and its members shall operate. They may be amended and/or repealed at a scheduled meeting of the Executive Board, by a two-thirds majority vote of the members of the Executive Board, providing there is a quorum. If a quorum is not available, the amendment and/or application for repeal shall be tabled until the next meeting of the Executive Board. Each member of the Executive Board must be mailed or e-mailed a written notice of the proposed change not later than ten (10) days prior to the scheduled meeting when the proposed change is to be considered. All amendments or repeals shall take effect immediately upon approval unless the Executive Board, by a two-thirds majority vote, specifies an effective date.

### **Article III: Purpose, Objectives and Powers**

#### **Section 1 Purpose and Objectives**

This Corporation is organized for charitable and benevolent purposes and especially:

- a. To provide soccer programs for boys and girls, ages four (4) through nineteen (19) which promote character development, good sportsmanship, fun, skill development and exemplary behavior;
- b. To promote an athletic, healthy environment for the youth of South Brevard County, and particularly the community of Satellite Beach, Florida, as well as any other nearby communities the Executive Board designates that the club shall also serve;
- c. To cultivate social interaction among its members and assist in improving the moral and social conditions of its beneficiaries;
- d. To purchase and own such equipment and other property as may be necessary for the Corporation; and for the purposes here and above specified to receive, manage, take, purchase and hold real, intellectual and personal property, by gift, contribution, grant, devise or bequest, and to receive and distribute any such gift, contribution, grant, devise or bequest in such manner determined by the Executive Board and supported by these Bylaws.

#### **Section 2 Powers**

The Club shall have all powers granted to a not-for-profit Florida corporation. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to grant fee waivers and to make payments and distributions in furtherance of the purposes set forth. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on:

- a. By a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding further provisions; or
- b. By a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding further provisions.
- c. Upon dissolution of the Corporation, the Board of Directors, shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all its assets exclusively for the purposes of the Corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific, purposes as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding further provision, as the board of directors

shall determine. Any such assets not disposed of shall be disposed of by the Circuit of the Eighteenth Judicial Circuit, in and for Brevard County, Florida, exclusively for such purpose or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

- d. The Corporation may make charges to individuals, religious organizations, institutions, firms, corporations, foundations, agencies, grants or groups in such as shall be necessary to cover expenses and provide additional funds to make possible reasonable expansion and extension of its program and facilities in order to meet the objectives for which the Corporation was organized. Through such charges, the Corporation shall also attempt, as funds permit, to provide full or partial fee waivers (or scholarships) to those players and families designated by the Executive Board as recipients.

### **Section 3            Contracts**

The Executive Board may authorize any agent or agents of the Corporation in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or may be confined to specific instances. This power includes the right to offer contracts by license and concession.

### **Section 4            Deposits**

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Executive Board may elect. Withdrawal checks shall be handled by the Secretary/Treasurer according to the conditions and responsibilities of that office.

### **Section 5            Financial Records**

The Corporation shall keep correct and complete books and records of accounts and shall keep minutes of the proceedings of its Board and any committees exercising any of the authority of the Board. All books and records of the Corporation and the financial records and accounts of any teams affiliated with the club may be inspected by any member of the Board or their agent or attorney for any proper purpose at any reasonable time.

## **Article IV: Affiliations**

The Corporation shall be affiliated with and comply with the constitution and Bylaws of the Brevard Youth Soccer League (BYSL), the Florida Youth Soccer Association (FYSA) and the United States Soccer Federation-Youth Division (USSF-YD), provided nothing herein would be in violation of the Corporation's Articles or Bylaws.

## **Article V: Membership**

### **Section 1            Membership Eligibility**

Any adult of eighteen (18) years of age who is a resident of the Satellite Beach area or vicinity may become a member in good standing of the Club by registering with the Club and paying the appropriate registration fee each season (Fall and Spring). Similarly, all members of the Executive Board, the Board of Directors, coaches, assistants, volunteers, players and parents of players, over the age of eighteen (18) years, are members in good standing of the club provided they register with the club each season. Only members-in-good-standing are permitted to hold office in the Corporation, or to coach, volunteer, act as a referee and attend monthly or special meetings of the Board or Executive Board.

### **Section 2            Member Conduct**

No member will be involved in any activity, or conduct themselves in a manner which would undermine, embarrass, conflict with, damage or adversely affect the Club's stated purpose, objectives, financial resources, property, general reputation, and reputation of its Board and coaches. All members are bound to the terms and conditions set forth in these bylaws. Any activities or conduct that damages or adversely affects the Club, including malfeasance, misfeasance, and/or non-feasance in the conduct of a member's duties and responsibilities under these bylaws may subject a member to loss or reduction of membership status through Executive Board action, a disciplinary hearing and/or other sanctions.

### **Section 3            Executive Board Actions Against Members**

The Executive Board, by a two-thirds vote at any annual, monthly or special meeting may, for "reasonable cause", deny, revoke, remove or suspend member-in-good-standing status, designate an individual as a "member-

not-in-good-standing” or a “member-in-bad-standing” for any time period specified by the Executive Board to be consistent with the purposes and objectives of the Corporation. The same such action may also be taken against groups of members. Prior to any restoration of member-in-good-standing status, the Executive Board may require any such monetary restitution for financial losses, property damage, or other expenses, losses or damages caused or incurred by the member’s malfeasance, misfeasance, or non-feasance as the Executive Board deems necessary or prudent. The Executive Board may also refer actions against members to the Club’s Disciplinary Committee for a disciplinary hearing. Any member may be removed from membership for “reasonable cause”, by a two-thirds vote of the Executive Board at any regular or special Board meeting. “Reasonable Cause” shall be defined as being a violation of Article V, Section 2.

#### **Section 4 Restoration of Member Status**

Admission to, or the restoration of member-in-good-standing status in this corporation shall be by a written application signed by the proposed member, and approved by a two-thirds vote of the Executive Board at an annual or monthly meeting. An applicant denied admission by the Executive Board of Directors may, by notice in writing and a petition signed by fifty (50) members-in-good-standing delivered to the Secretary/Treasurer and all members of the Board no less than fourteen (14) days prior to the next monthly meeting, appeal such denial to the membership of the Corporation at the next monthly meeting of the Corporation or Board, and such membership, by majority vote of those present and eligible to vote at such meeting, may overrule the action of the Executive Board.

#### **Section 5 Membership Dues or Registration Fees**

Except for those provided fee waivers by the Executive Board according to Article III, Section 2 the Club shall charge all players dues (hereinafter “fees”) sufficient to cover all costs associated with participating in recreational and competitive soccer each season as determined through the annual budgetary process. Such fees may also include fees to promote the expected reasonable growth or expansion of the club and the general improvement of club under Article III, Section 2, paragraph D. The Club shall charge players such fees for each season the player is registered with the club.

#### **Section 6 Recreational Soccer Registration Fees**

- The fees charged all recreational soccer players each season shall provide for:
- a. BYSL and FYSA registration and insurance fees, including fees assessed by BYSL and FYSA for club affiliation, and for coach registration and background checks, and the costs associated with coach development and education;
  - b. Scheduling of all games, including any necessary re-scheduling fees, fines, and penalties to the extent that such costs are incurred by or at the direction of the Club but not by the actions or inaction of individual members;
  - c. The services of referees at all intra-club games requiring referees by the Club’s home teams, including referee certification and recertification fees (with the approval of the Executive Board);
  - d. Uniforms (but not shoes, shin guards or other apparel or equipment) and player trophies or medals;
  - e. Player and coach education and skill development, such as for a Director of Coaching, or any Club Trainers appointed by the Executive Board or workshops/seminars scheduled by the Executive Board;
  - f. Equipment, maintenance, supplies, club operating expenses, and utility fees necessary to provide safe and adequate facilities for soccer practices and games and to accommodate continued club growth.

#### **Section 7 Competitive Soccer Registration Fees**

- The fees charged all competitive soccer players shall provide for:
- a. BYSL and FYSA registration and insurance fees, including fees assessed by BYSL and FYSA for club affiliation, and for coach registration and background checks, and the costs associated with coach development and education;
  - b. Scheduling of all games, including any necessary re-scheduling fees, fines, and penalties to the extent that such costs are incurred by or at the direction of the Club but not by the actions or inaction of individual members;
  - c. The services of referees at all intra-club games requiring referees by the Club’s home teams, including referee certification and recertification fees (with the approval of the Executive Board);
  - d. Player and coach education and skill development, such as for a Director of Coaching and any Club Trainers appointed by the Executive Board for the general education and skill development of all club players;
  - e. Equipment, maintenance, supplies, club operating expenses, and utility fees necessary to provide safe and adequate facilities for soccer practices and games.

## **Section 8 Other Fees for Competitive Soccer**

The Club shall charge all players registered for Competitive Soccer additional fees sufficient to cover all other costs that may be incurred by the Club. Such fees may include uniform fees, additional referee and equipment fees, administrative, dual-registration, “change-of-status” and alternative registration fees, an affiliation fee and/or a percentage of or flat-rate charge against team sponsorship revenue. The Club shall not pay the costs for trainers for Competitive Soccer Teams or for any costs associated with travel or tournament play or for any costs associated with play outside of normal league play (including State Cup and Regional Cup). Any fees or costs not specifically covered by registration or additional fees must be paid for by the individual player or by the team.

## **Section 9 Affiliated Members**

The Club shall charge an affiliation fee to all individuals wishing to use Club facilities but who do not wish to become regular members of the Club, e.g. trainers giving private lessons for profit and their students if not members of the Club. Any individual wishing to provide private lessons must be registered as a coach with FYSA in the current seasonal year and pass the FYSA background check.

# **Article VI: Organization and Officers of the Corporation**

## **Section 1 Board of Directors**

The Corporation shall have a Board of Directors, hereinafter referred to as “the Board”, comprised of a combination of elected positions (hereinafter referred to collectively as “the Executive Board”) that are filled through elections by the Corporation’s members-in-good-standing, and appointed positions that are filled by the Executive Board in consultation with and approved by a simple majority of the Board. The Board shall consider and approve when necessary any policies, expenditures, actions and resolutions of the Executive Board. The Board shall generally oversee the physical facilities, fiscal aspects, mission, function and work of Satellite Beach Soccer Club, Inc. The Corporation shall provide the Club Director, Assistant Director, Secretary/Treasurer, Registrar and Director of Fields and Equipment at Corporation expense, a Surety Bond equal to the total assets of the Corporation.

## **Section 2 Executive Board**

The Corporation shall have an Executive Board filled through elections by the Corporation’s members-in-good-standing. The Executive Board shall have the authority to conduct the day-to-day business of the corporation and approve expenditures, formulate policy and resolutions for the approval, when necessary, by the Board. The appointed members of the Board of Directors shall report to the Executive Board.

## **Section 3 Officers of the Executive Board**

The Executive Board shall consist of no less than three (3) members. The following is a list of the titles and responsibilities of the ELECTED officer positions comprising the Executive Board:

- a. **President or Club Director.** The President, also known as Club Director, acts as the Corporation’s Chief Executive and Operating Officer. When present, the Club Director shall preside at all Board and General Membership meetings. The Club Director, in consultation with BYSL Representative, is responsible for all matters concerning the scheduling of games.
- b. **Vice-President or Assistant Director.** The Vice-President, also known as Assistant Director, acts in the absence of the Club Director with the same authorities and responsibilities. The Assistant Director also acts as Parliamentarian and is responsible for providing expert knowledge on the proper practices and procedures for the orderly conduct of the Corporation’s business at all Executive Board, Board of Directors and general Membership meetings. The Parliamentarian should have a background in the area of assembly decorum as spelled out in *Roberts Rules of Order*. The corporation will fund a purchase of the latest edition of this book to be used by the Vice President.
- c. **Secretary/Treasurer.** The Secretary/Treasurer is responsible for recording the minutes of all meetings, and is the custodian of all permanent records, correspondence, and minutes of all Corporation meetings. The Secretary/Treasurer shall give notice of meetings when required and distribute minutes of all meetings to all Board members. The Secretary/Treasurer shall also serve as the Corporation’s Historian. The Secretary/Treasurer shall maintain an accurate and current record of all Corporation monetary transactions and financial statements, receive all funds and maintain the Corporation bank account(s), and disburse funds and fees as approved by the Executive Board. A Secretary/Treasurer’s report will be provided at all Board meetings; all written contracts and financial obligations must be approved by the Executive Board and bear the signatures of two of the Executive Board officers. Cash disbursement of less than two hundred dollars

(\$200.00) can be made by the Secretary/Treasurer without the prior approval of the Executive Board, and all such disbursements must be reported to the Executive Board at its next meeting. The Secretary/Treasurer's signature must be accompanied by the signature of either the Club Director or Assistant Director on all checks over the amount of five hundred dollars (\$500.00). The Secretary/Treasurer shall work closely with the Competitive Teams Coordinator, competitive team coaches/volunteers, and the Sponsors and Fund-Raising Coordinator to oversee all club and team sponsorships and to deposit all funds raised by competitive team sponsorships in the Club account(s) before disbursing the funds to the individual competitive team.

All Corporation financial records, bank statements, funds, assets and liabilities may be audited and certified thirty (30) days prior to the annual elections at the written request of any one (1) member of the Board. The Executive Board shall approve the selection of all auditors, attorneys or consultants.

All Corporation financial records, funds, assets and liabilities must be transferred to any newly elected Secretary/Treasurer, by the incumbent, within fifteen (15) days of the election of a new Secretary/Treasurer.

The Secretary/Treasurer, in consultation with the Executive Board, is responsible for directing and ensuring the preparation of an annual budget for approval by the Executive Board no later than sixty (60) days following the annual meeting.

The Secretary/Treasurer is responsible for working with the Registrar to establish, for each season, appropriate registration, uniform and any other fees determined by the Executive Board.

d. **Registrar.** The Registrar shall be responsible for ensuring all players, coaches, volunteers, officers, affiliated members and teams are properly registered with FYSA and BYSL and for verifying player, team and coach membership, eligibility and club affiliation. For all dual rostering and/or transfers of players, whether temporary or permanent, the gaining coach must obtain the approval of the Registrar and adhere to all BYSL and FYSA policies and procedures. The Registrar may dissolve, at his or her sole discretion after consulting the Executive Board, any team which fails to meet or falls below, at any time, the minimum standards for team eligibility under FYSA, BYSL or Club guideline as set forth in Article X. It is the responsibility of the Registrar to ensure sufficient players are registered and that all teams are certified as eligible for league play at least three days in advance of all deadlines (such as BYSL scheduling deadline or uniform order deadline) requiring a financial commitment by the Corporation. If deemed necessary, the Executive Board may appoint one or more Assistant Registrars who shall report to the Registrar.

e. **BYSL Representative.** The BYSL Representative shall attend all BYSL meetings and is responsible for the following:

Representing the Corporation's policies and decisions.

Reporting all actions discussed and presented at BYSL meetings, including the voting record.

Filling any appropriate BYSL vacancies.

#### **Section 4 Appointed Officers**

The following is a list of the titles and responsibilities of the positions on the Board of Directors appointed by the Club Director and approved by a simply majority of Executive Board. The appointed officers of the Board report to the Executive Board. The Club Director, with the approval of the Executive Board may further subdivide or consolidate the duties and responsibilities of these positions on a temporary basis according the needs, purposes and objectives of Corporation. In lieu of filling an appointed position on the Board, the Executive Board may also contract with, on a fee-for-service basis, individuals, corporations, or municipal entities (such contractors shall not hold positions on the Board) for any of the following positions and services:

a. **Director of Fields and Equipment.** The Director of Fields and Equipment is responsible for obtaining the use of the fields for practices and games, for organizing, in

conjunction with the Age Group Coordinators, the pre-season maintenance and layout of fields and for scheduling the weekly preparation of fields for play. The Director of Fields and Equipment is responsible for insuring the adequate condition of Corporation equipment, property and supplies necessary to the Corporation's mission and goals. The Director of Fields and Equipment shall be responsible for maintaining accurate and current inventories of all Corporation non-monetary assets. These assets include, but are not limited to, balls, corner flags, goals, goal nets, cones, pennies, keys, storage facilities and field-marking equipment and supplies. The Director of Fields and Equipment is also specifically responsible for the following:

The pre-season issuing and post-season collection of returnable equipment and assets from Age-Group Coordinators and coaches.

Providing a written report on the condition of Corporation equipment at the request of the Executive Board.

Conducting a joint inventory and transferring all corporation equipment and supplies to any newly appointed Director of Fields and Equipment within 30 days of that appointment.

b. **Director of Referees.** The Director of Referees must be a certified referee and shall be responsible for ensuring all referees have adequate training and for clarifying any questions that may arise concerning the FIFA Laws of the Game. The Director of Referees is responsible for establishing a program designed to continually upgrade to skills of Corporation referees. At the Board's request, the Director of Referees will schedule a field assessment of any referee being used by the Corporation. The Director of Referees will work with the Club Director and Referee Assignor, if needed, to resolve any conflict involving the use of Corporation or non-Corporation referees.

c. **Recreational Teams Coordinator.** The Recreational Teams Coordinator shall serve as the liaison between recreational teams and Age-Group Coordinators within the Corporation and the Executive Board. All requests for recreational teams to compete in tournament play will be routed through the Recreational Coordinator to the Executive Board for review. As such, the Recreational Coordinator shall act as the DC Cup Liaison and shall be responsible for all coordination between the Corporation and the BYSL for the DC Cup tournament. The Recreational Coordinator shall oversee all Age-Group Coordinators appointed by the Executive Board and shall assume the responsibilities of the AGCs when there are no Age-Group Coordinators.

d. **Age Group coordinators (AGCs).** The AGCs will report to the Recreational Teams Coordinator and serve as the liaison between the Recreational Teams Coordinator and the respective Recreational soccer groups. The Executive Board may appoint AGCs in the following age groups: U6, U8, U10, U12, U14–U19 and one or more Girls-Teams Coordinator(s). The responsibilities of the AGCs include:

Working with the Club Director, Assistant Director, Registrar, Director of Fields and Equipment, Director of Coaching, Director of Referees, Recreational Teams Coordinator and Uniform Coordinator to ensure coaches in their age group have rosters, schedules, uniforms, practice fields/times and sufficient equipment; and ensuring the coordination of player and coach attendance at skill-development sessions provided by the Director of Coaching and any coach educational sessions the Board may require.

(2) Providing the scores of all weekly games for teams in the age group to the Records and Publicity Coordinator by 7:00 p.m. each Sunday.

e. **Competitive Teams Coordinator.** The Competitive Teams Coordinator shall report to the Executive Board and shall serve as the liaison between competitive teams within the Corporation and the Board. All requests for competitive teams to compete in tournament play or leagues outside of BYSL will be routed through the Competitive Teams Coordinator to the Executive Board for review. At its discretion, the Executive Board may appoint additional Assistant Competitive Team Coordinators. The responsibilities of the Competitive Teams Coordinator shall include:

Working with the Club Director, Assistant Director, Registrar, Director of Fields and Equipment, Director of Referees and Uniform Coordinator to ensure competitive team coaches have rosters, pass cards, schedules, uniforms, practice fields and sufficient equipment. The Competitive Teams Coordinator must work closely with Sponsors and Fund-Raising Coordinator and the Secretary/Treasurer to make sure competitive team sponsors are recognized appropriately and that funds are deposited first with the Secretary/Treasurer.

Organizing the participation of coaches and parents in their age group in pre-season field preparation.

Working with Executive Board to find coaches and trainers for Board-Initiated Competitive Teams and to consider applications from independent coaches and trainers wishing to initiate, organize, assist, join and continue with pre-existing competitive teams within the Corporation.

Providing the scores of all weekly games for competitive teams to the Records and Publicity Coordinator by 7:00 p.m. each Sunday.

f. **Uniform Coordinator.** The Uniform Coordinator shall be responsible for maintaining accurate and current inventories of all Corporation non-monetary uniform assets and for insuring that full payment from teams or players has been received prior to the disbursement of uniform assets. The Uniform Coordinator is responsible for working with the Club Director, Assistant Director, Registrar and Secretary/Treasurer to develop, let and produce annual uniform bids for the Corporation and for disposing of excess uniform inventories in a manner approved by the Executive Board. The Uniform Coordinator must also conduct a joint inventory and must transfer all corporation uniform assets to any newly appointed Uniform Coordinator within thirty (30) days of that appointment.

g. **Records and Publicity Coordinator.** The Records and Publicity Coordinator shall be responsible for maintaining all records and standings of games, including penalty points, and for working with the Secretary/Treasurer to provide notice of meetings. The Records and Publicity Coordinator is also responsible for compiling and releasing information to the news media concerning Corporation activities, i.e. game results, schedules, registration dates, Corporation-sponsored camps and clinics and tournament participation.

h. **Referee Assignor.** The Referee Assignor shall be responsible for obtaining and scheduling referees for scheduled games and for resolving scheduling problems with the Director of Referees. The Referee Assignor reports to and works with the Club Director.

i. **Sponsors and Fund-Raising Coordinator.** The Sponsors and Fund-Raising Coordinator shall be responsible for soliciting sponsors from the local community to provide financial resources, other than those obtained through registration, to support the operation of the Corporation. The Sponsors and Fund-Raising Coordinator is responsible for the development, ordering, pricing and marketing of Club logo apparel and equipment to be sold to raise funds for the club. This Coordinator reports to the Secretary/Treasurer and is responsible for working with the Executive Board to review and establish sponsorship levels each season and to make sure that all sponsors are appropriately recognized on the club's website and/or in other ways approved by the Executive Board. This Coordinator must work closely with all competitive teams to ensure that all competitive team sponsors are recognized as such and that all funds raised from competitive team sponsors are deposited first with the Secretary/Treasurer.

j. **Director of Coaching.** The Director of Coaching will report directly to the Executive Board and will work in close cooperation with the Recreational and Competitive Teams Coordinators and Club Trainers to provide age-appropriate skill development and training sessions open to all players and coaches in the club. The Director of Coaching will also provide regular clinics and coaching sessions for all coaches and interested members of the corporation. The Executive Board shall consult the Director of Coaching before making decisions about the fielding of all competitive teams and before selecting coaches for competitive teams. Due to the competitive nature of this position, the Director of Coaching may be paid on a fee-for-service basis.

k. **Club Trainers.** The Executive Board may appoint one or more Club Trainer positions for the Club's Recreational and Competitive Soccer Teams as the Executive Board deems necessary or helpful to club development. Club Trainers will report directly to the Director of Coaching.

## Article VII: Elections/Appointments

### Section 1 Elections

### Method of

The elected positions of the Executive Board shall be filled each year by the vote of the Corporation's members-in-good-standing at the annual meeting of the Corporation in November. A simple majority shall decide the election. The elected members of the Board will serve one (1) year from the first day of January following the election through December of the same year. An eligible voter is any member-in-good-standing of the Corporation.

### **Section 2            Voting**

The elected members of the Executive Board shall be elected by voice vote. If no obvious majority can be determined by voice vote, the Secretary/Treasurer shall take a count of hands. If no obvious majority can be determined by a count of hands, the Secretary/Treasurer shall direct a vote by written ballot. The results will be made known the night of the annual election. All challenges with regard to the conduct of the election or the election results shall be made known and resolved by the Board prior to the conclusion of the Annual Meeting.

### **Section 3            Transition of New Board**

Following the annual elections in November, the month of December will serve as a transition month for any incumbents who are completing their term and their newly elected replacements on the board.

### **Section 4            Eligibility and Nomination**

A member eligible for nomination, election or appointment shall have been a member-in-good-standing of the Corporation for at least sixty (60) days prior to the election. At the meeting prior to the annual meeting and on the Club's official website, the Club Director shall announce that nominations for the elected Executive Board positions must be submitted to the Secretary/Treasurer no later than fifteen (15) days prior to the Annual Meeting. Every attempt should be made to obtain the consent of all individuals prior to placing their name into nomination. The Secretary will post the slate of nominations on the Club's official website no later than fifteen (15) days prior to the annual meeting. At that annual meeting, additional nominations may be added from the floor, provided the prospective nominees consent to have their name placed for nomination.

### **Section 5            Appointed Board Members**

All appointed positions on the Board of Directors are to be filled by the Club Director and approved by a simple majority vote of the Executive Board. During the annual elections, the Club Director will inform the Corporation's membership that individuals wishing to be considered for, or released from an appointed position, should advise the Secretary/Treasurer (elect) before the next Executive Board meeting. During the last meeting of the existing Executive Board, the status of the appointed positions will be reviewed, to determine if any appointed member desires to be replaced. During the first meeting of the newly constituted Executive Board, the Club Director, in consultation with the executive board, will make the necessary selections to fill all vacant appointed positions. The new appointees will be announced and begin their terms immediately.

### **Section 6            Vacancies**

Should an elected Executive Board Member or an appointed member of the Board of Directors resign their position or be removed by the Executive Board or Disciplinary Committee, a vacancy shall be declared by the Executive Board. The Club Director in consultation with the Executive Board shall select a replacement from the Corporation's eligible membership to complete the unexpired term of office. The replacement shall have all the duties and responsibilities specified in Article VI, Sections 1-2, including the authority to vote as a Member of the Board.

### **Section 7            Removal from Office**

Any Board member may request that the Executive Board consider the removal from office of any Executive Board member or member of the Board of Directors. Within two (2) weeks of the written request of any Board member, the Club Director (or Assistant Director if the action is against the Club Director) shall call a special meeting of the Executive Board to consider the request to remove an elected Board member from office. An appointed Board Member may be removed at any Executive Board monthly or special meeting by a simple majority vote of the elected Executive Board members, providing there is a quorum. Except for the powers provided the Club Registrar for under Article 6, Section 3, paragraph d, any coach of an existing team or volunteer may be removed from his or her team position and any existing team disbanded at any monthly, special or emergency meeting of the Executive Board by a simple majority of the Executive Board members, providing there is a quorum. By a two-thirds majority vote of eligible members of the Executive Board, any Executive Board Member, Appointed Board Member, Coach of an existing team or Volunteer may be removed from office for any of the following reasons:

- a. Malfeasance, misfeasance, non-feasance and failure to perform their assigned duties or for actions or conduct in violation of Article V, Section 2.
- b. Un-excused absence from two (2) or more Executive Board or Board meetings. Reasons for planned absences shall be given to the Club Director verbally, in e-mail or in writing at least twenty-four (24) hours prior to the meeting. Reasons for absences due to personal or professional emergencies shall be given to the Club Director prior to the next scheduled Board meeting.
- c. For speech or actions which are contrary to the Corporation's Purpose and Objectives as stated in Article III, in Article V, Section 2 or Article IX.

The Board member, Coach of an existing club team or Volunteer subject to such an attempt to remove him or her from office shall be given written notice five (5) days prior to the special meeting and shall be given written notice of the decision of Executive Board within ten (10) days.

## **Article VIII: Meetings**

### **Section 1 Annual Meeting**

The Annual Meeting of the members of the Corporation shall be held each year on the third Monday of November, at the principal office of the Corporation or at such other places, within or without the State of Florida, as the Board may authorize, for the purpose of electing directors, and transacting such other business as may properly come before the meeting.

### **Section 2 Monthly Meetings**

The Board of Directors and the Executive board shall meet monthly. At the discretion of the Club Director in consultation with the Executive Board, such meetings shall be held on the third Monday of each month at the principal office of the Corporation or at such other places, within or without the State of Florida, as the Board may authorize, for the purpose of transacting such business as may properly come before the Board of Directors and/or Executive Board. Such Monthly Meetings of the Board shall be open to all members-in-good-standing of the Corporation. The Board of Directors meeting shall be held first, followed by the Executive Board meeting. The Executive Board may adjourn and reconvene in Executive Session whenever necessary and permitted by Statute. Executive Sessions shall be closed to the General Membership when the Executive Board discusses personnel matters (i.e. coaches, players, officers, and when considering disciplinary matters). All monthly meetings shall have a described Order of Business as follows:

1. Roll Call/Sign In
2. Minutes of Previous Meeting
3. Secretary/Treasurer's Report
4. BYSL Representative's Report
5. Club Director's Report
6. Other Board Member Reports
7. Committee Reports
8. Old Business
9. New Business
10. Adjournment

When different from the above Order of Business, the Club Director or the Secretary/Treasurer shall present an Agenda at the start of the monthly meeting.

### **Section 3 Special Meetings**

Special Meetings of the Board of Directors and/or the Executive Board may be called as follows:

- a. At the call of the President, also known as Club Director, with written, telephone or e-mail notification to all Executive Board Members.
- b. At the written request of four (4) Board members and with written telephone or e-mail notification to all Executive Board Members.
- c. By petition signed by not less than fifty (50) members in good standing and with written notification to all Executive Board Members no less than fourteen (14) days before the scheduled time of the special meeting.

No other business other than that specified in the notice may be transacted at special meetings.

#### **Section 4           Emergency Meetings**

Recognizing that in rare instances it may be necessary for the Executive Board to act immediately in order to protect the financial resources, property and reputation of the club or its officers, Emergency Meetings may be called as follows:

- a.       At the call of the President, also known as Club Director, with written, telephone or e-mail notification to all Executive Board Members stating the specific business and rationale for the emergency meeting.
- b.       At the written request of four (4) Board Members and with written, telephone or e-mail notification to all Executive Board Members stating the specific business and rationale for the emergency meeting.

No other business other than that specified in the notice may be transacted at special meetings. All business conducted by the Executive Board during an Emergency Meeting must be reviewed at the next monthly Board meeting and any decisions of the Executive Board may be revoked, rescinded, modified or canceled by a two-thirds vote of Board members present.

#### **Section 5           Quorum**

- a.       Except as otherwise provided herein, or by Statute, or in the Articles of Incorporation (such Articles and any amendments thereof being hereinafter collectively referred to as the "Articles of Incorporation"), at all meetings of members of the Corporation, the presence at the commencement of such meetings in person or by proxy of a majority of the total members of the Corporation entitled to vote, but in no event less than one-third of the members entitled to vote at the meeting, shall be necessary and sufficient to constitute a quorum for the transaction of any business. The withdrawal of any member after the commencement of a meeting shall have no effect on the existence of a quorum, after a quorum has been established at such meeting.
- b.       Despite the absence of a quorum at any annual or special meeting of members, the members, by a majority of those members entitled to vote thereon, may adjourn the meeting. At any such adjourned meeting at which a quorum is present, any business may be transacted at the meeting as originally called if a quorum had been present.

#### **Section 6           Notice of Meetings**

- a.       Except as otherwise provided by Statute, written notice of each meeting of members-in-good-standing, whether annual, monthly or special, stating the time when and place where it is to be held, shall be posted on the public bulletin board located at the Recreation Department of the City of Satellite Beach, Florida, or on the corporation's official website not less than ten (10) or more than sixty (60) days before the meeting. Notice of a special meeting shall also state the purpose or purposes for which the meeting is called, and shall be indicated that it is being issued by, or at the direction of, the person or persons calling the meeting. If mailed, such notice shall be directed to each such member at his or her address, as it appears on the books of Corporation, unless he or she shall have previously filed with the Secretary/Treasurer of the Corporation a written request that notices for him or her be mailed to some other address, in which case, it shall be mailed to the address designated in such request.
- b.       Notice of any adjourned meeting of members need not be given, unless otherwise required by Statute.

#### **Section 8           Voting by Members**

- a.       Except as otherwise provided herein, or by Statute, or in the Articles of Incorporation or these Bylaws, any corporate action, other than the election of directors, to be taken by vote of the members-in-good-standing, shall be authorized by a majority of those members-in-good-standing entitled to vote thereon and present at the time such vote is taken.
- b.       Except as otherwise provided herein, or by Statute, or in the Articles of Incorporation, at each meeting of members-in-good-standing, each member-in-good-standing of the Corporation entitled to vote thereat, shall be entitled to one vote. Voting privileges are subject to verification of status by the Club Registrar. Any member-not-in-good-standing and any member-in-bad-standing shall not be entitled to vote or to express consent or dissent at any meeting or without a

meeting of the Corporation until his or her status has been restored, by a two-thirds majority vote of the Board, to that of member-in-good-standing.

c. Each member-in-good-standing entitled to vote or to express consent or dissent without a meeting, may do so by proxy; provided, however, that the instrument authorizing such proxy to act shall have been executed in writing or by e-mail by the member himself or herself, or by his or her attorney-in-fact thereunto duly authorized in writing. No proxy shall be valid after the expiration of eleven months from the date of its execution, unless the person executing it shall have specified therein the length of time it is to continue in force. Such instrument shall be exhibited to the Secretary at the meeting and shall be filed with the records of the Corporation.

### **Section 9 Conduct of Corporate Business By Officers Outside of Meetings**

In additions to the provisions of Article III, Section 3, elected and/or appointed officers of the Corporation are authorized, in carrying out the responsibilities of each elected and/or appointed position for the benefit of the Corporation, to consult with other officers of the Corporation outside of annual, monthly, special or emergency meetings. Such business should only be conducted with the approval of or in consultation with the Club Director and/or the Executive Board. Such business must be reported to the Board at its next monthly meeting. The conduct of such regular business and consultation between board members about Corporate business, purposes and objectives is not to be construed as a meeting.

## **Article IX: Coaches and Selection of Coaches**

### **Section 1 Coaches and Coach Development**

All coaches must be individuals whose knowledge of the game, judgment and character support the stated purpose of the Corporation. Coaches must be able to contribute toward the physical, mental and emotional growth of each player on their team. Coaches must set an example in the area of good sportsmanship, leadership and discipline. All Corporation competitive teams will be restricted to a maximum of three (3) official coaches, i.e. one head and two assistant coaches. All Corporation Recreational teams will be restricted to a maximum of two (2) official coaches, i.e. one head and one assistant coach. All head coaches within the Corporation, in both the recreational and competitive categories, must make a good-faith effort to be licensed before beginning their fourth (4<sup>th</sup>) season as head coach within the Corporation. At the discretion of the Executive Board, the Corporation shall normally reimburse the full amount of fees paid for state licensing clinics for coaches who have coached within the Corporation for at least one (1) seasonal year and for national licensing clinics for the coaches who have coached competitive soccer within the corporation for at least two (2) complete seasonal years. The Corporation will make every effort, funds permitting, to host at least one state licensing clinic for its coaches each year unless comparable clinics, open to the Corporation's members are being made available in the immediate vicinity by another club.

### **Section 2 Applying to Coach**

Any individual wishing to be a head coach in the Corporation must register with the Club and be a member-in-good-standing of the Club. All individuals wishing to be a Head Coach or Assistant Coach for a Competitive Soccer team must register with the club, be a member-in-good-standing of the Club, apply in writing to and be approved by the Executive Board. The request must state the specific age group and provide a summary of previous experience and qualifications, if applicable. The Executive Board is under no obligation to accept the registration and application of any coach. The Executive Board has the right to hold joint tryouts and to direct the formation of competitive teams jointly with nearby clubs. The decision of the Executive Board with respect to Coach applications and assignments is final.

### **Section 3 Selection of Coaches**

The Executive Board, in consultation with the Director of Coaching and the Competitive Teams Coordinator, shall select coaches for the Club's competitive soccer teams during the spring prior to the fall season and before the annual meeting for continuing and new competitive teams seeking to play in the spring season. When more than one person applies to coach in an age group with only one team, the Executive Board will designate the head coach. The decision of the Executive Board, with respect to the designation of all competitive and recreational coaches is final. The Board shall distinguish between:

- (1) Coaches the Executive Board selects to coach teams fielded at the initiation of the Director of Coaching and/or the Executive Board and
- (2) Competitive teams fielded (or requesting Club affiliation) at the initiation of an individual coach. Coach-initiated competitive teams must provide all completed registration (and

transfer) materials and pay all registration and uniform fees for a minimum team as defined in Article X, Section 2, Paragraph D, at least seven (7) days prior to the deadline for ordering uniforms or the BYSL/FYSA scheduling deadline, whichever comes first. Exceptions to this rule require written notification from the applying coach delivered five (5) days prior to any deadlines and the subsequent approval of the Registrar and Club Director. The Registrar may, at his or her discretion, require an immediate deposit from the applying coach equal to the Club's financial indemnity plus a \$100 administrative fee. The deposit and administrative fee shall be forfeited should the team be withdrawn from the league or dissolved by the club for any reason. The Secretary/Treasurer shall refund any deposit before the final game of the seasonal year in which the deposit is made. The Registrar may dissolve, at any time and at his or her discretion, any coach-initiated competitive team that fails to meet these conditions.

## **Article X: Team Formation**

### **Section 1          Recreational Soccer**

Recreational teams from U6 through U19 will be formed by a blind draft process with the primary goal to create teams, which are as equal in skill level and gender composition as possible. To the extent possible, the club shall offer Girls soccer teams as well as Coed soccer teams. Toward these ends, as much information on the skill levels of all recreational players as possible will be collected: a. On the club registration form, parents will be asked to provide the gender and rate the skill level of their child as either:

*Level 3* = Dominant and highly skilled players who were frequently played four (4) quarters of each game.

*Level 2* = Players with good, basic skills and/or experienced players who could be played four (4) quarters of a game against a good opponent.

*Level 1* = Players of average to below-average skills, ability or experience who sometimes only played or had difficulty playing the minimum two (2) quarters.

*Level 0* = New Players with no prior experience playing organized soccer.

b. Prior to the conclusion of the each season, the Registrar shall direct the Recreational Teams Coordinator and the Age Group Coordinators to request that each recreational coach evaluate each of their rostered players. These evaluations will be used by the Registrar prior to the next season to aid in the formation of balanced teams. Each player should be ranked as a "Level 1, 2, or 3" player.

c. If sufficient interest is expressed by parents or coaches, and if the Executive Board determines sufficient resources exist, a field evaluation of players may be requested by the Club Director, Director of Coaching, and Recreational Teams Coordinator. When such a field evaluation is made, player skill levels will be designated "0, 1, 2, or 3". Such a field evaluation must not be considered a "tryout" and shall be held only for the purpose of creating teams of equal skill level.

d. Any Board member or coach with knowledge of a player's skills may be asked to evaluate and, based on such information, the Registrar may amend the parent-provided or coach-provided skill-level rating for any player.

e. After the conclusion of general registration for each season, the Registrar, along with any other Board member that wishes to participate or observe, shall create teams of equal skill level and gender composition according to the following blind-draft method:

(1) The Registrar shall count the total number of eligible players within each age group and gender division (i.e. Coed and Girls only) and (i) divide by the Club's minimum recreational soccer team roster size (defined as the maximum number of players on the field plus two players) and (ii) by the FYSA/BYSL maximum roster size as defined in the BYSL Handbook. Based on these results, the Registrar shall select the number of teams that the club will field in that age group based on the most equal method of distribution. The Registrar may, at his or her discretion, create rosters that allow for the addition of late registrants prior the creation of official BYSL approved rosters.

(2) One (1) Head Coach and his or her children and no more than one (1) Assistant Coach and his or her children will be assigned to each team. The gender and skill level of the coaches' children will be noted and the team assigned a designation, e.g. Team 1, that conceals the names of the coaches from the Registrar and any Board members assigning players to teams.

(3) The Recreational Teams Coordinator is responsible for filling all Coach vacancies. If there are not enough coaches for all teams within each age group before the BYSL scheduling deadline, the registrar may, in consultation with the Recreational Teams Coordinator and Club Director, disband any team or teams and distribute the players among other teams within that age group that have less than the maximum number of players on the roster. When the Registrar disbands a team, every effort should be made to place all players within the club and, if necessary on teams with other clubs in the vicinity. Any player that cannot be placed with a Club team will be offered a full refund of fees and allowed a transfer, if necessary, to another club of his or her choice.

(4) The remaining players will be sorted in stacks according to skill level and gender in a manner which preserves the anonymity of each player, e.g. U6, male, skill level 2. The Registrar shall make every effort to place siblings of the same age group on the same team unless directed otherwise by the players' parents or the Executive Board. When siblings are assigned to the same team, they shall be assigned together when player of the highest skill level is assigned to a team.

(5) The stack of male players of skill level 3 shall be evenly divided between the teams. If there are not enough male players of skill level 3 for all teams to have the same amount, the assignment of female players of skill level 3 wishing to play Coed soccer shall begin with the team whose roster is shortest. If a Girls team is being formed, the stack of skill level 3 players will be evenly divided between teams.

(6) The stack of female players of skill level 2 wishing to play Coed soccer shall be evenly divided between the teams. If there are not enough female players of skill level 2 wishing to play Coed soccer for all teams to have the same amount, the assignment of male players of skill level 2 shall begin with the team whose roster is shortest. If a Girls team is being formed, the stack of skill level 2 players will be evenly divided between teams.

(7) The stack of male players of skill level 1 shall be evenly divided between the teams. If there are not enough male players of skill level 1 for all teams to have the same amount, the assignment of female players of skill level 1 wishing to play Coed soccer shall begin with the team whose roster is shortest. If a Girls team is being formed, the stack of skill level 1 players will be evenly divided between teams.

(8) The stack of female players of skill level 0 wishing to play Coed soccer shall be evenly divided between the teams. If there are not enough female players of skill level 0 wishing to play Coed soccer for all teams to have the same amount, the assignment of male players of skill level 0 shall begin with the team whose roster is shortest. If a Girls team is being formed, the stack of skill level 0 players will be evenly divided between teams.

(9) When all players have been assigned to teams, the Registrar shall tally the number of players of each gender, of each skill level, and the total skill level of each team. The Registrar shall make any necessary adjustments to the rosters to make sure all the teams within each age group are of as equal skill level and/or gender composition as is possible.

(10) The Registrar shall assign late registrants to age-appropriate teams in such a manner that preserves the gender and skill balance between all teams within that age group, making any adjustments the Registrar deems necessary.

(11) The Registrar shall have authority to close late registration when he or she deems necessary or when all team rosters within each age group reach the FYSA/BYSL maximum. When late registration closes, the Registrar may keep a waiting list of interested players.

(12) When the registration of female players is not sufficient to field girls teams in one or more age groups, or when all positions on girls team rosters within an age group have been filled and club registration has closed, any remaining players will be given the opportunity to play Coed soccer, to play up one age group (providing a girls team exists in the higher age group), to transfer to another club, or to receive a full or partial refund of any fees paid.

## **Section 2 Competitive Soccer**

The Executive Board, in consultation with the Director of Coaching and the Competitive Teams Coordinator, shall determine the Club's intentions for supporting Competitive Soccer teams in various age and gender groups during the spring prior to the fall season and before the annual meeting for continuing and new competitive teams seeking to play in the spring season. These determinations will take into consideration the most recent Competitive Soccer history within the Club, with other nearby clubs with which cooperative agreements exist and within BYSL, as well as anticipated uniform cost and other anticipated financial risk to be assumed by the Club, e.g. the BYSL cancellation/rescheduling penalties, availability of certified referees and linesmen, and the

known and anticipated pool of available players for each age group. All decisions are final and all teams and coaches shall be bound by Article IX.

- a. All Club teams participating in Competitive Soccer will be formed based on single age groups although this does not mean that younger players may not “play up”.
- b. Considerations for “playing up” must adhere to FYSA’s recommendations and be approved by the Executive Board.
- c. The Head Coach selected by the Executive Board for each Competitive Soccer team shall select the players for that team, with priority given to teams initiated at the direction of the Executive Board. Team selections for all Competitive teams will occur only after tryouts. The Board recommends a minimum of three (3) open tryouts and encourages Coaches of similar age groups to hold tryouts at the same time and in the same location. The Head Coaches of the respective Competitive teams may schedule as many tryouts as they deem necessary. A schedule of the dates, times and location for tryouts for each age group will be posted at the Satellite Beach Recreation Center, on the Club’s official website, and shall be advertised in any fliers distributed to schools or the news media by the respective Head Coach.
- d. The minimum size of a competitive team shall be defined as the sum of the maximum number of players allowed by USSF-YD, FYSA, or BYSL on the field during games in that age division plus two.

### **Section 3 Refunds**

Any player who registers with the Club, and then elects not to play within the Club, is entitled to a full refund of their registration fee, provided the player and his or her parents notify the Registrar prior to the cutoff date established by the Club or BYSL for Competitive Soccer registration and the request is made in writing on the “Refund Request Form” posted on the official club website. Once games begin, and at the discretion of the Secretary/Treasurer, no refund requests will be accepted and all fees shall be forfeit.

## **Article XI: Disciplinary Committee**

### **Section 1 Purpose**

The purpose of the Disciplinary Committee is to provide a structured and orderly manner within the Club to review and resolve problems.

### **Section 2 Composition**

The Disciplinary Committee (hereinafter “the Committee”) shall be composed of the Executive Board and chaired by the Club Director (or Assistant Director should the Club Director be absent or face disciplinary action) and will be organized along the same general guidelines listed in the current BYSL Handbook. At his or her discretion, the Club Director may also request that any appointed Board member to serve on this Committee. It is advisable that the District Commissioner or Assistant District Commissioner or a representative from another club sit as an outside member on this Committee. If an Executive Board Member is the subject of an action coming before this Committee, the official will be excused from the committee until the matter is resolved. All parties to any action being considered by either the Disciplinary Committee will receive written notification of the date, time and place when the matter will be reviewed. Similarly, they will receive a written summary of the committee(s) action in addressing the matter.

### **Section 3 Purview**

Except as modified by these Bylaws, the Club is bound by the rules and regulations of those organizations with which it is affiliated. Any individual associated with the Club is subject to have their actions and behavior, as it affects or reflects on the Club, reviewed by the Committee as the Club Director or Executive Board deem appropriate. All Officers, Head and Assistant coaches, Referees, Volunteers, Club players and their parents are responsible for having a working knowledge and understanding of the appropriate provisions of the BYSL Handbook and Corporation Bylaws that address these areas.

### **Section 4 Authority and Procedures**

The Disciplinary Action and Appeals Committee shall have the authority to hear and decide any individual or group violations of these Bylaws, BYSL, FYSA, and USSF-YD rules regardless of where those violations occur

and reserves the right to enforce these Bylaws and the rules of all organizations with which the Club is affiliated (hereinafter “the rules”). Accordingly,

- (1) Any member-in-good-standing of the Corporation may initiate disciplinary proceedings for an alleged violation of the rules. The complaint must be submitted in writing to the Club Director.
- (2) After a preliminary investigation, the Club Director or designee determines if there is sufficient information to bring the charges.
- (3) Disciplinary proceedings are initiated by the Executive Board at the request of the Club Director or designee sending written notification to the accused member or group. The hearing shall take place no earlier than twenty-four (24) hours from the date of notification.
- (4) The Executive Board shall appoint either a Board member or an outside member of the committee to serve as hearing officer. The hearing officer may choose to adjourn the hearing at any time to obtain further information from other sources. The accused member has the right not to attend the hearing and not to make a statement. The accused shall have the right to present relevant witnesses and information on his or her behalf and the right to question witnesses presented by the Committee. All disciplinary hearings shall be recorded by the Secretary/Treasurer or another board member designated by the Club Director. Cameras and digital, disc or tape recorders are not permitted at any disciplinary or appeals hearing.
- (5) No party to a disciplinary hearing may be represented by attorney nor may the accused appoint anyone to participate in the proceedings or address the Committee on his or her behalf. All Committee hearings shall be held in Executive Session and are thus closed to all except the accused party. All potential witnesses must remain outside the hearing room until called.
- (6) At the conclusion of the disciplinary hearing, the hearing officer may dismiss all charges or, after closed deliberations by the Committee, announce the Committee’s judgment and sanction. The standard by which decisions are made regarding whether a Corporation member is found responsible for a violation of the rules is based on a preponderance of information rather than “beyond a reasonable doubt.”
- (7) A letter confirming the decision will be sent to the accused member and kept on file with the Secretary/Treasurer.
- (8) If a member disagrees with the decision of the hearing officer, he or she may appeal to the Corporation membership according to the procedure in Article IV, Section 4.

#### **Section 5            Sanctions**

The Committee, by a two-thirds vote may, for “reasonable cause”, deny, revoke, remove or suspend member-in-good-standing status, designate an individual as a “member-not-in-good-standing” or a “member-in-bad-standing” for any time period specified by the Committee to be consistent with the purposes and objectives of the Corporation. The Committee has the authority to require any such monetary restitution for financial losses, property damage, or other expenses, losses or damages caused or incurred by the member’s malfeasance, misfeasance, or non-feasance as the Committee deems necessary or prudent. The Committee has the authority to request the Executive Board forward any disciplinary matter to BYSL, FYSA or USSF-YD for further consideration. “Reasonable Cause” shall be defined as being a violation of Article V, Section 2.