

# ***Pendleton Youth Soccer Association By-Laws***

## **ARTICLE I**

### **NAME**

The name of this corporation shall be Pendleton Youth Soccer Association, Inc. (hereinafter "PYSA"). For convenience and clarity, this organization shall be authorized to use the abbreviations PYSA on checks, press releases, etc.

## **ARTICLE II**

### **LOCATION AND OFFICES**

The principal office of PYSA shall be located in the State of Indiana. The address of the resident agent of PYSA required by the Indiana Not-For-Profit Corporation Act of 1991 may be, but need not be, identical with the principal office of PYSA. The address of the principal office and the designation of the resident agent may be changed from time to time as authorized by the Board of Directors.

## **ARTICLE III**

### **NATURE OF THE ORGANIZATION**

#### **SECTION ONE**

#### **PURPOSE AND GOVERNING PROVISIONS**

This corporation is organized for the purpose of providing youth with an opportunity to learn and play the game of soccer and in doing so, also learn the principals of good sportsmanship, honesty, cooperation, teamwork, and respect for authority. PYSA is administered consistent with the policies and procedures of Indiana Youth Soccer Association (hereinafter "IYSA"), United States Youth Soccer Association (hereinafter "USYSA"), United States Soccer Federation (hereinafter "USSF"), and the United States Olympic Committee (USOC).

The said corporation is organized exclusively for charitable and educational purposes, including for such purposes, the making of distribution to organizations that qualify as exempt organization under 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. The corporation shall be deeded a public benefit corporation.

## *SECTION TWO*

### *PROGRAM*

To achieve its objectives, PYSA will provide a supervised, orderly, and progressive program of instruction (curriculum) and competitive soccer games. All officers, directors, players, parents, sponsors, and supporters shall bear in mind that the attainment of exceptional athletic skills or the winning of a game is secondary, and that the molding of future adults is of primary importance. Directors of the club (through the Board of Directors) shall strive to provide reasonably equal benefits and opportunities to all registered players whether recreational, instructional, or travel.

## *SECTION THREE*

### *AFFILIATION*

PYSA shall be affiliated with the IYSA, USYSA, and USSF and shall comply with their rules.

## **ARTICLE IV**

### *MEMBERSHIP*

#### *SECTION ONE*

ELIGIBILITY. Membership shall be open to anyone showing interest in promoting the game of soccer and the objectives and the programs of PYSA as stated herein, upon fulfilling such conditions as PYSA may establish. The Membership shall be liable for membership dues that the Board of Directors stipulates.

PYSA will not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin.

#### *SECTION TWO*

CLASSES OF MEMBERSHIP. Membership shall consist of the following four classes:

1. **PLAYER MEMBER.** Any player for whom PYSA has registered for the soccer season shall be deemed a **PLAYER MEMBER** for 12 months from the date of paid registration with PYSA. Such members shall be non-voting and shall pay no dues or fees beyond the amounts assessed at registration, except for assessments which may be made to cover expenditures of approved activities of PYSA.

In the event a **PLAYER MEMBER** is 18 years of age or greater, he/she shall have the right to vote at the Annual General Meeting and any special meeting of the membership of PYSA. When an eligible **PLAYER MEMBER** has the right to vote, their corresponding



PARENT(S)/GUARDIAN relinquishes their representative vote at the Annual General Meeting and any special meeting of the membership of PYSA.

2. PARENT(S)/GUARDIAN OF A PLAYER MEMBER. Members who are Parent(s)/Guardians of a player that are in good standing and have met all financial obligations to PYSA shall have the right to vote at the Annual General Meeting and any special meeting of the membership of PYSA. PARENT(S)/GUARDIAN of a PLAYER MEMBER shall have one vote per PLAYER MEMBER. See PLAYER MEMBER (Article IV, Section Two, 1) for special situations where PLAYER MEMBER is 18 years of age or greater.

3. STAFF MEMBER. Any person who PYSA has authorized and compensated to supervise, instruct, demonstrate, test, evaluate, or render medical assistance to any player members in the course of objectives and programs of the Corporation shall be deemed a STAFF MEMBER. STAFF MEMBERS shall be non-voting unless they meet the voting criteria for player or player representatives.

4. BOARD OF DIRECTORS. All persons on the Board of Directors of PYSA shall be members and each shall have a right to exercise one vote on any and all matters and business brought before the Board of Directors of PYSA with the exception of the annual meeting or special meetings brought to vote before the membership. Board of Director Members maintain their "PARENT(S)/GUARDIAN of a PLAYER MEMBER" voting rights in annual meetings or special meetings brought to vote before the membership.

### *SECTION THREE*

#### **TERMINATION OR SUSPENSION**

Membership may be terminated by resignation or action of the Board of Directors. Membership termination by the Board of Directors shall be by a two-thirds majority vote at any duly constituted meeting. The Board of Directors shall have the authority to discipline or suspend or terminate the term of office of any member of any class when conduct of such person is considered detrimental to the best interest of PYSA. The member involved may be suspended immediately and shall be notified of the general nature of the charges at least seven (7) days prior to the meeting of Board of Directors to vote on the members' termination.

The terminated member will be given the opportunity to appear at an appeals meeting to answer such charges. The terminated member has 30 days from date of termination to file an appeal with the Board of Directors. An appeals meeting will be held within seven (7) days of an appeal meeting request. No lawyer shall represent any member at a hearing of a dispute or claim.

In case of a PLAYER MEMBER, the Board of Directors shall give notice to the representative PARENT(S)/GUARDIAN MEMBER. The PARENT(S)/GUARDIAN MEMBER shall appear, in the capacity of an advisor to the player, with the player, before the appeals committee, which shall have full power to suspend or revoke the player's right of future participation by majority vote. The coach of the PLAYER MEMBER also has the right to attend an appeals meeting as an advisor to the PLAYER MEMBER.

The appeals committee shall be comprised of a minimum of 3 members of the Board of Directors. The appeals committee reserves the right to request or deny the presence of any other member of PYSA other than the member(s) appearing before the appeals committee.

## ARTICLE V

### BOARD OF DIRECTORS

#### *SECTION ONE*

#### NUMBER OF DIRECTORS

The number of directors shall be at least three (3) but no more than fifteen (15).

#### *SECTION TWO*

#### BOARD MEMBERS

Members of the Board of Directors shall include the President, Vice President, Secretary, Treasurer, and Communication.

#### *SECTION THREE*

#### ELIGIBILITY

Any adult, including, but not limited to parents or guardians of PLAYER MEMBERS, STAFF MEMBERS, coaches, referees, sponsors, accomplished soccer personalities and/or persons who have been, for at least a full year, active in supporting and promoting the objectives and programs of Pendleton Youth Soccer Association, Inc., may be elected to serve as members of the Board of Directors.

#### *SECTION FOUR*

#### DUTIES OF BOARD OF DIRECTOR MEMBERS AND OTHER ASSIGNED RESPONSIBILITIES

1. THE PRESIDENT. The President shall preside at all meetings of directors, discharge all the duties which devolve upon a presiding officer, and perform such other duties as the Code of Bylaws provides or the Board of Directors may prescribe. The president will



attend monthly park board meetings to serve as a representative of the PYSA board. The president will report back any updates and report back board action. The president shall not have unilateral decision making powers and will work with the PYSA board to ensure all contracts, changes, and agreements are in the best interest of the PYSA program.

2. THE VICE-PRESIDENT. The Vice President shall perform all duties incumbent upon the President during the absence or disability of the President, and perform such other duties as this Code of By-Laws may require or the Board of Directors may prescribe; provided that if the Board of Directors shall elect more than one Vice-President, their right to act during the absence or disability of the President shall be in the order in which their names appear in the resolution, or resolutions, electing such Vice-President. The Vice-President will oversee the risk management and fundraising functions of PYSA.

3. THE TREASURER. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial conditions of PYSA. The treasurer shall be the legal custodian of all monies, notes, securities, and other valuables which may, from time to time, come into the possession of PYSA. The treasurer shall immediately deposit funds of PYSA in reliable banks or other depositories to be designated either by the Board of Directors, and shall keep such bank accounts in the name of PYSA. The treasurer shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of PYSA and shall perform such other duties as this Code of By-Laws may require, or the Board of Directors may prescribe.

4. THE SECRETARY. The Secretary shall attend all meetings of the Board of Directors, and shall keep, or cause to be kept, in a book provided for the purpose, a true and complete record of the proceedings of such meetings and shall perform a like duty for all standing committees appointed by the Board of Directors, when required. All approved proceeding minutes shall be posted within 30 days on the PYSA website. The secretary shall attend to the giving and serving of all notices of PYSA, and shall perform such other duties as this Code of By-Laws may require, or the Board of Directors may prescribe.

5. COMMUNICATION. The Communication representative will be responsible for ensuring scheduled emails, social media posts, and website updates are implemented on schedule and in a timely manner. Communications will be responsible for monitoring the PFC email and ensuring timely response and forwarding of messages to the proper board members or directors. They will be responsible for working with the registrar and directors to update the website as needed and communicate all scheduling and club updates to the club as whole. They shall perform any other communication tasks as

needed and deemed necessary by the PYSA board throughout their term.

## *SECTION FIVE*

### ANNUAL MEETINGS ELECTION AND TERM OF DIRECTORS

At each Annual Meeting of the Board of Directors, to be held on the second week of June, but no later than June 30th, the voting members, in good standing, shall elect new Board of Director members to hold office for two years from July 1st until June 30th, of the term to which he/she is elected and until his/her successor has been elected and qualified, or until his/her resignation or removal from office.

The offices of President, Treasurer, and Communication shall be elected on odd years. The offices of Vice President and Secretary shall be elected on even years. The operational positions of Registrar, Academy Director, Lower Rec Director, Upper Rec Director, Director of Player and Staff Development, and Field Operations Director are operational STAFF positions and will be filled via an application and interview process. This will be an annual contract for each position to be renewed at the Annual Board of Directors meeting with the approval of the Board of Directors each year on July 1. Directors are expected to communicate, in writing, their intent to continue or step down from their current operations role in a timely manner, except in cases of emergency. Any open staff positions for the upcoming term will be posted with sufficient notice to allow for at least two weeks (14 days) application and interview process. The goal is to have staff roles filled prior to a Board Meeting, where final approval will take place.

## *SECTION SIX*

### BOARD OF DIRECTORS MEETING

The meetings of the Board of Directors will be determined and set on an annual basis, meeting date, time and location will be advertised ten (10) days prior to each monthly meeting. A minimum of six (6) meetings will be held each year. Each Board Member is required to attend at least 75% of the meetings per year.

Failure to meet this requirement may lead to termination as a Board Member. All Board of Directors meetings shall be open to all members for the first hour of a regularly scheduled meeting. Executive voting sessions will follow the open session in a closed forum. A simple majority vote shall be required for passage of any motions at a Board of Directors Meeting (except membership termination as stipulated in Section 3 herein).

## *SECTION SEVEN*

### FINANCIAL REPORTING



The Board of Directors has the fiduciary responsibility to create and set a fiscal year budget to be completed and approved by the Board of Directors by the May board meeting. The Board of Directors has the responsibility to distribute the budget to interested members at the annual meeting. The goal of the budget is to sustain PYSA in its current state and provide for future growth of PYSA.

#### *SECTION EIGHT*

##### QUORUM

A two-thirds majority of the whole Board of Directors shall be necessary to constitute a quorum.

#### *SECTION NINE*

##### VACANCIES

Vacancies during the term of any Director shall be filled by appointment by the Board of Directors, subject to ratification by a two-thirds vote. Any person appointed to fill a Director vacancy shall serve for the balance of the term of the vacating Director.

### **ARTICLE VI**

#### **AMENDMENTS TO CONSTITUTION AND BYLAWS**

Motions to amend the Constitution and by-laws of PYSA shall require two-thirds majority vote of the membership. Amendments to the constitution and the by-laws may be made only at the annual meeting.

IN WITNESS WHEREOF, the Board of Directors of PYSA have prepared and approved the foregoing By-Laws as passed and enacted by the Board of Directors this 15th day of June, 2025.

Lauren Simpson, President

Lauren Simpson

Jonathan McClure, Vice President

Jonathan McClure

Stephanie Gabbert, Treasurer

Stephanie Gabbert

Amanda McAlarney, Communications

Amanda McAlarney

Hope Greathouse, Secretary

Hope Greathouse