

Bylaws



The Lakeshore Youth Soccer League

A LEAGUE FORMED TO PROMOTE YOUTH SOCCER IN LINCOLN TOWNSHIP MICHIGAN
AND THE SURROUNDING COMMUNITIES.

APPROVED: NOVEMBER 5, 2009

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Article 1: NAME

This body shall be known as the Lakeshore Youth Soccer League. The initials “LYSL” shall equally refer to this League.

Article 2: Purpose

It is the mission of the LYSL to develop, deploy, and maintain a comprehensive program for the development and promotion of the game of soccer for the youth of Lincoln Township, and surrounding areas. This League has been established as a non-profit and educational organization and will operate in a recreational manner, providing equal playing time for all registered players. The League shall provide a governing structure to administer youth soccer and shall provide a vehicle to communicate information to Players, Parents, Coaches, Referees, and other interested parties.

Article 3: Membership

A Member of LYSL is defined as a parent or legal guardian of a player that is registered for the current season, the immediate previous season or that has registered for the next upcoming season.

Article 4: Teams and Registration

Section 1. Team Responsibilities.

All Head Coaches are responsible for ensuring that their Assistant Coaches (Team staff), players, Parents, and Fans adhere to these bylaws. Failure to enforce and abide by these rules may result in the person or persons being recommended for disciplinary action by the Board of Directors.

Section 2. Registration of Players and Team Staff.

Each Player may register for the fall and spring sessions by submitting a completed registration form with payment by the stated registration deadlines. All Team staff (Coaches, Assistant Coaches) must be in compliance with the Risk Management Program.

Article 5: Meetings, Quorum and Voting

Section 1. General Meeting.

A General Meeting will be held as needed for the purpose of conducting League business, addressing Coaches, Team staff, Referee’s, Player and Parents concerns as well as conducting the annual elections. This will be an open meeting. At a minimum, these general meetings will occur at the start of each season and in November for elections. The Secretary shall circulate a written notice (email, website or other) of the League Meeting to members at least fifteen (15) days prior to the date of such meeting. In case of cancellation the Secretary shall reschedule and communicate via written notice as above.

Section 2. Board Meetings.

A Board Meeting will be held monthly at a regular time and location to be agreed upon by the board following the November elections. A tentative year schedule shall be posted on the website. These are open to the membership. Any changes to the schedule shall be posted (email, website or other) no later than three days prior to the scheduled meeting. In case of cancellation the Secretary shall reschedule, if necessary, and communicate via written notice (email, website or other) at least three days prior to the intended date.

Section 3. Special Meetings.

Special meetings of board members or general members may be called by the President and shall be called by the President at the direction of the Board of Directors, or at the request in writing of at least twenty-five percent (25%) in number of the membership entitled to vote at the meeting, or as may otherwise be provided by law. Notification of special general meetings shall show the time, place, and agenda for the meeting within fifteen days. Notification of special board meetings shall show the time, place, and agenda for the meeting within three days.

Section 4. Quorum.

The members present at a General Meeting shall constitute a quorum. A majority of the board members present at a board meeting shall constitute a quorum. In absence of a quorum, no formal action shall take place except to adjourn the meeting to a subsequent date. Passage of a motion requires a simple majority (i.e. one more than half the members present).

Section 5. Conduct of Meetings.

Meetings of Members shall be presided over by a Chairperson of the meeting who shall be the President of the Board of Directors or, if the President is not present, by the Vice President, or, if the Vice President is not present by the Secretary, or, if the Secretary is not present, by Treasurer, or, if the Treasurer is not present by the Registrar. If these five officers are not present the meeting shall be canceled and rescheduled as per Article 5 section 1. All elections and all questions shall be decided by a majority vote of the members present at the meeting, unless otherwise provided by law, the Articles of Incorporation, or by these Bylaws. All meetings of this League shall be conducted in accordance with Robert's Rules of Order (latest edition) or otherwise as agreed to by the participants.

Section 6. Voting.

Voting members shall be anyone who meets membership criteria in Article 3 and all board members. For the purpose of membership criteria for voting, spring season is January through June, fall season is July through December. (For example a membership meeting is held in June, any "member" of that current spring season, or the previous fall season or anyone who has already registered for the upcoming fall season shall be considered a member for voting). Each person may only cast one vote regardless of the number of positions held. There shall be no voting by proxy.

Article 6: Fees and Discounts

Section 1. Registration Fees.

Registration fee's and any late fee's for all players, in the amount determined from time-to-time by the Board of Directors, shall be payable at dates determined by the Board of Directors.

Section 2. Discounts.

Each Board member shall be eligible for a free player registration so long as they hold a Board of Directors Position. Township fees are also waived.

Section 3. Special Need Based Waiver.

Any member can recommend or request a waiver for a need based free or reduced registration fee. All issues will be handled on a case by case basis. A proper request should be filed 4 weeks prior to team formations for the season. This request must contain documentation demonstrating financial difficulty in meeting the registration fee. Board of directors in closed-door session with an open vote shall decide within 20 days as to the waiver.

Article 7: Election of Directors, Appointments and Vacancies

Section 1. Election of Directors.

The Board of Directors shall consist of the elected officers. Directors currently in office shall serve for the terms for which they respectively were elected or appointed. Thereafter, all offices are held for a one year term.

Section 2. Election or Appointment.

The officers of the League shall be a President, a Vice President, a Secretary, a Registrar, a Treasurer, a Head of Coaches, a State Delegate and an Outgoing Board member who shall be elected as provided in Section 1 of this article of these Bylaws. All LYSL officers must satisfy the requirements of "member" at the time of election or appointment with the exception of the Outgoing Board Member. The Board may also appoint such other officers and agents as it may deem necessary for the transaction of the business of the League. All elections shall be held at the General Meeting in November.

Section 3. Vacancies.

Subsequent to election to the Board of Directors at the November League Meeting, by reason of death, resignation, removal or otherwise, shall be filled by appointment by a majority vote of the remaining members of the Board of Directors. Any member of the Board of Directors so appointed shall serve out the term of the Director so replaced. If an Officer or Director misses three (3) consecutive meetings without approval or without just cause, these absences constitute an implied resignation by that member. Therefore, the vacancy shall be filled by the Board of Directors in accordance with this Article.

Section 4. Board Member Makeup

At least 4 officers representing at least 4 different households must be currently in place before LYSL begins accepting registrations for an upcoming season. At no time shall the Treasurer and Registrar come from the same household.

Article 8: Powers

Section 1. Disciplinary Authority Concerning Persons.

The Board of Directors has authority to bar completely, suspend, or otherwise discipline, any player, Coach, Manager, Team Assistant, League Officer, Referee, Parent, Fan representing LYSL or its affiliated Teams for unacceptable behavior or conduct either in carrying out the duties of their position or while holding aforementioned offices and/or position. Upon receiving charges, the Secretary will forward the information to the Discipline and Appeals Committee. In lieu of a formal Committee, the Board of Directors will serve as the Committee. The Committee will act with due process in accordance with procedures established elsewhere in this document and in the policies of the LYSL. The Committee will determine guilt or innocence and if appropriate the sanction to be taken against the individual. The first offense can result in a reprimand or, for a specific period of time, a suspension. Second offense will result in a suspension for not less than one (1) year.

Section 2. General Powers as to Negotiable Paper.

The Board of Directors shall, from time-to-time, prescribe the manner of making, signatures or endorsement of checks, drafts, notes, acceptances, bills of exchange, obligations and other negotiable paper or other instrument for the payment of money and shall designate the Officer or Officers, Agent or Agents, who shall from time-to-time be authorized to make, sign or endorse the same on behalf of the League.

Section 3. Powers as to Other Documents.

The Board of Directors in writing may authorize any Officer or Officers, Agent or Agents, to enter into any contract or execute or deliver any conveyance or other instrument in the name of the League, and such authority may be general or confined to specific instances.

Article 9: Committees

Section 1. Discipline and Appeals Committee.

The Board of Directors shall appoint the Chairperson of the Discipline and Appeals Committee every season. The Chairperson will appoint Members of the committee in accordance with the policies and procedures of the LYSL. The Committee should include Head of the Coaches and State Delegate. This committee shall not have less than five Members. The Discipline and Appeals Committee shall follow the Policies and Procedures of the LYSL, the concepts of due process, and provide fair, swift and just hearing and resolution of all appeals or disciplinary procedures.

Section 2. Other Committees.

LYSL shall create committees deemed necessary to fulfill the objectives and purpose of the LYSL.

Section 3. Procedures.

All committees and each Member thereof, shall serve at the pleasure of the Board of Directors. The Board of Directors shall have the power at any time to increase or decrease the number of Members of any committee (not less than five members), to fill vacancies, to change any member and to change the functions or terminate the existence of any committee. All committees shall elect a Secretary who need not be a member of the committee and who shall keep minutes of all meetings of the committee, which shall be submitted to the next meeting of the Board of Directors for approval.

Article 10. Governing Body

Section 1. President.

The President of the Board shall preside at all meetings of the members and of the Board of Directors. The president shall be the chief executive officer of the league and shall have general and active management of the activities of the League, and shall see that all orders and resolutions of the Board are carried into effect. The president shall execute all authorized conveyances, contracts, or other obligations in the name of the League except where required by law to be otherwise signed and executed and except where the signing and the execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the League. The President shall represent the league at scheduled meetings of other organizations. The president shall be responsible for scheduling all games.

Section 2. Vice President.

The Vice President of the Board, in the absence of the President of the Board, shall preside at all meetings of the members and of the Board of Directors. The vice president shall have such other powers and duties as may from time-to-time be prescribed by the Board of Directors. The Vice president shall direct, maintain and process the insurance plan and claims. The Vice president shall order league related merchandise and maintain inventory control.

Section 3. Secretary.

The Secretary shall attend all meetings of the Board and all meetings of the members and record all votes and the minutes of all proceedings and have such other duties as delegated by the Board of Directors. The Secretary shall also provide at every meeting the minutes from the previous meeting for approval by the Board of Directors.

Section 4. Registrar.

The Registrar shall be responsible for maintaining a complete record of all teams and players for the purpose of player registration and team affiliation. The Registrar shall issue published procedures for the proper registration of players consistent with USYSA, MSYSA and LYSL policies regarding player registration. The Registrar shall be responsible for publicizing registration.

Section 5. Treasurer.

The Treasurer shall render to the President and directors at the regular meetings of the Board, or whenever they may require it, an account of all transactions and the financial condition of the league. The Treasurer shall be responsible for preparation of the LYSL budget, to be approved by the Board of Directors. The Treasurer shall submit financial reports showing income and expenses by budget categories and the current balance of all league accounts twice a year at the end of each season or as required by the Board of Directors.

The Treasurer shall have custody of the funds and securities of the League and shall keep full and accurate accounts of receipts and disbursements in books belonging to the league and shall deposit all moneys and other valuable effects in the name and to the credit of the league in such depositories as may be designated by the Board of Directors.

The Treasurer shall disburse the funds of the League as may be ordered by the Board, taking proper vouchers for such disbursements, and shall the Treasurer give the league a bond, in such sum and with such surety or sureties as shall be satisfactory to the Board, for the faithful performance of the duties of office and for the restoration to the league (in case of death, resignation, or removal from office) of all books, papers, vouchers, moneys and other property of whatever kind in his possession or under his control and belonging to the league.

The Treasurer shall also be responsible for preparing any and all federal or state tax returns. The Treasurer shall be responsible for preparing any and all papers regarding the tax exempt status of the league. The Treasurer shall arrange for an Examination or Review or other agreed upon procedures of all League accounts at the conclusion of each fiscal year by an independent party qualified for this purpose. The examination must be completed by the second meeting of the new year.

Section 6. Head of Coaches.

The Head of Coaches will be responsible for the recruitment and training of coaches. The Head of Coaches will pick up and distribute information from the league to the coaches. The Head of Coaches is also to be the first point of contact for any disputes that arise within Teams.

Section 7. State Delegate.

The State Delegate will be responsible for attending MSYSA meetings and will be a coordinator for all matters related to MSYSA and LYSL. The State Delegate shall oversee the risk management program for the league. State delegate will also obtain, know, and advise the Board of Directors of the rules of the MSYSA, risk management, and will act as chairperson of a constitution committee to maintain the LYSL By-laws. This will be an elected position.

Section 8. Outgoing Board Member.

The Outgoing Board Member will be responsible for advising the board, sharing experience and history and providing consistency between incoming and outgoing administrations. A board member who has completed their term is eligible to be elected to this advisory position for a single one-year term. The criteria for membership do not have to be met for this position.

Article 11: Compensation, Expenses and Conflicts of Interest

Section 1. Compensation.

The Officers/members of the board of directors of the league, as such, shall not be compensated for the performance of services for the league, except for refereeing services and the exception under Article 6 section 2.

Section 2. Expenses.

The Officers/members may be reimbursed for expenses incurred on behalf of the league and not to exceed \$100.00 without prior approval of the board with the exception of standard operating expenses.

Section 3. Conflicts of Interest.

Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

Article 12: Seasonal Year, Fiscal Year, Seals and Notices

Section 1. Seasonal Year.

LYSL shall conduct a spring and fall season. The spring season will occur during the months of January through June, fall season during July through December.

Section 2. Fiscal Year.

The Fiscal Year of the League shall begin January 1 and end on December 31 of the same calendar year.

Section 3. Corporate Seal.

The Board of Directors may (but need not) provide a suitable corporate seal for use by the Corporation.

Section 4. Notices.

Any notice required by statute or by these Bylaws to be given to the members, to the directors, or to any officers of the League, unless another requirement is provided herein or in any statute, shall be sufficient if given by depositing it in a United States Post Office box or receptacle in a sealed, postpaid wrapper, addressed to the member, trustee or officer at his/her last address as that appears on the records of the League, and the notice shall be deemed to have been given at the time of the mailing.

Article 13: Discrimination

Girl's teams, boy's teams and coed teams shall be established on an equal basis.

Article 14: Amendments, Rules and Regulations

Section 1. Amendments to Bylaws.

Once adopted, these Bylaws may only be altered, amended, repealed or replaced by a majority vote of the members present at a General Meeting. Voting is as provided in Article 5, Section 6. Any changes approved shall become effective as stipulated in the approval. If not stipulated, they become effective twenty-four hours after approval.

Section 2. Rules, Regulations and Policies.

The Rules, Regulations and Policies of this League as now established and as hereafter amended may be altered, repealed or new Rules, Regulations and Policies may be adopted in lieu thereof by a majority of the Board of Directors then in office and present at the meeting of the Board, subject to membership approval.

Article 15: Dissolution.

If at any time the LYSL is dissolved in its entirety, any and all monies and assets will be relinquished to Lincoln Township to be used for the promotion of the Game of Soccer.

Article 16: Post Office Box and Telephone Line.

The league will maintain a Post Office Box for the purpose of conducting League Business. A telephone line should be maintained, or phone number(s) of designated officer(s) posted to a league website.

Article 17: League Colors

League Colors will be Red, Black and White.

Article 18: Insurance & Risk Management

Section 1. Insurance

The League shall purchase and maintain General Liability Insurance for premises and equipment.

The League shall purchase and maintain secondary Player's Medical Insurance. All players registered with the League shall be required to file medical insurance claims with their primary insurance company prior to filing medical claims with the League's provider.

The League shall purchase and maintain Public Liability (Directors and Officers) Insurance. All officers of the League shall be protected against general liability claims by the League's insurance carrier for performing acts and duties related to the work of the Association. LYSL assumes the costs of general liability, and all deductibles associated with general liability coverage, to ensure the protection of its officers.

Section 2. Risk Management

The League shall administer a Risk Management program. The program will include the use of an employee/volunteer disclosure statement, which may include a criminal background check, for all elected Officers, Coaches and Team Staff who have direct or indirect contact or influence on a youth player in the League.

Article 19: Indemnification of Directors and Officers

Section 1. Third Party Suits.

To the extent permitted by Michigan law, from time-to-time in effect and subject to the provisions of this Article 19, the League shall indemnify any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than action by or in the right of the League) by reason of the fact that he or she is or was a director, officer, employee or agent of the League, or is or was serving at the request of the League as a trustee, director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with the action, suit or proceeding, if he or she acted in good faith and in a manner he or she

reasonably believed to be in or not opposed to the best interest of the League or its members, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceedings by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably had cause to believe to be in or not opposed to the best interests of the League or its members and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

Section 2. Suits by or in Right of the League.

To the extent permitted by Michigan law from time-to-time in effect and subject to the provisions of this Article 19, the League shall indemnify any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the League to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the League, or is or was serving at the request of the League as a trustee, director, officer, employee or agent of another corporation, (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of the action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the League or its members, except that no indemnification shall be made in respect of any claim, issue or matter as to which the person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the League unless and only to the extent that the court in which the action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

Section 3. Indemnification Against Expenses.

To the extent that a person who is or was a director, officer, employee or agent of the League, or a trustee, director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise with which he or she is or was serving at the request of the League has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Sections 1 and 2 of this Article 19, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred in connection therewith.

Section 4. Determination that Indemnification is Proper.

Any indemnification under Section 1 or Section 2 of this Article 19 (unless ordered by a court) shall be made by the League only upon a determination that indemnification of the person is proper in the circumstances because he or she has met the applicable standard of conduct set fourth in Section 1 and Section 2. The determination shall be made (1) by the Board by a majority vote of a quorum consisting of directors who were not parties to the action, suit or proceeding, or (2) if such a quorum is not obtainable, or even if obtainable, a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.

Section 5. Reimbursement of Expenses.

Expenses incurred by any person who may have a right to indemnification under this Article VI in defending a civil or criminal action, suit or proceeding may be paid by the league in advance of the final disposition of the action, suit or proceeding as authorized in the manner provided by Section 4 of this Article 19 upon receipt of an undertaking by or on behalf of the person to repay the amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the League pursuant to this Article 19.

Article 20: Approval

Adopted by the Board, and effective, as amended on: 11Nov08

Board of Directors President: J. Stacy Annis
Board of Directors Vice President: William Redman
Board of Directors Registrar: Mary Ann Annis (interim)
Board of Director Treasurer: Aud Sriubas
Board of Director Secretary: Carma Smith