

SPARTA SOCCER CLUB CONSTITUTION

ARTICLE I-NAME

Section No. 1 The corporation shall be known as the Sparta Soccer Club, Inc., incorporated under and by virtue of the provisions of Title 15 of the Revised Statutes of New Jersey (1937) and the amendments thereof and supplements thereto for the lawful purposes of hereinafter stated (hereinafter the “corporation” or “club” or “organization”).

Section #2 The principal office of this corporation (which may be a post office box) shall be located in Sparta, New Jersey.

Section #3 The corporation shall maintain an address (which may be a post office box) in Sparta, New Jersey for the purpose of receiving the corporation’s correspondence.

ARTICLE II-PURPOSE

Section #1 It is the intent and purpose that this corporation shall be organized and operated exclusively for charitable and educational purposes in the public interest.

Section #2 The purpose for which this corporation is formed are to develop and enhance community interest in soccer; to provide opportunities for participation in organized soccer to all children irrespective of skill and ability; to provide training in soccer fundamentals; and to provide graded competitive programs appropriate for respective age levels, including the town recreational level, travel level, and premier level.

Section #3 This corporation is not organized for the pecuniary profit of its directors, trustees, officer or members; the corporation may not issue stock nor declare nor distribute dividends; and no part of the net income or earnings of this corporation shall inure the benefit of any trustee, officer or member of the corporation or to any private individual.

Section #4 No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation unless such legislation directly relates to advancing the purpose set for in Section #2 of this Article II. This corporation shall not participate in, or otherwise intervene in (including publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Section #5 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 of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, as amended (or corresponding provision of any future United States Internal Revenue Law).

ARTICLE III – AFFILIATION

Section #1 This organization is not to be directly responsible to any other organization, locally, nationally or internationally.

Section #2 This organization may choose to participate in and join with, for the specific purposes of, organization ascribing to the goals and purposes of the Sparta Soccer Club. These organization may include, but are not limited to, the Morris County Youth Soccer (MCYSA), the New Jersey Youth Soccer Association (NJYSA), the United State Soccer Foundation and the Federation of International Football Association

ARTICLE IV – MEMBERSHIP AND PLAYERS

Section #1 There shall be one class of members: Active. Only active members shall have the right to vote and to hold elective office in the Club.

Section #2 Active members of this Club shall be those parents or guardians whose youth are duly registered as players with the Club during the current fiscal year.

Section #3 Coaches, managers and active volunteers who do not have children duly registered with the Club shall also be considered active members.

Section #4 All members shall abide by this Constitution, all rules and regulations as adopted by the Board of Directors and all applicable rules and regulations of the County, State and National Association with which the Sparta Soccer Club is affiliated.

Section #5 Membership in this Club may be subject to termination for participating in actions, in organizations, or in such activities as is deemed reprehensible and in violation of the purposes of this Club. A majority, more than half, vote of the Board of Directors shall be necessary for termination of membership.

Section #6 Members whose membership has been terminated for any of the reasons previously stated in this Article shall not have any dues returned to them for the unexpired portion of their membership.

ARTICLE V - REGISTRATION REQUIREMENTS

Section #1 Any youth registering with the Club shall submit full payment of fees and all documents as required by the Board of Directors before becoming eligible to play.

Section #2 Any eligible youth residing in the Township of Sparta who is unable to pay the full fees may have the fees fully or partially waived by a special committee consisting of the President, Treasurer, Town or Travel Vice Presidents, and others board members on an as needed basis only. All requests for waivers must be in writing. All such requests shall be held in private.

Section #3 A town league registration fee may be returned if the resignation is received in writing prior to the start of the season(first official game). A travel league registration fee may be returned either if a player is not offered a position on a team or if a player is offered a position on a team and declines within 3 days of the offer. No registration fees will be refunded after the times specified above.

ARTICLE VI – GOVERNMENT / BOARD OF DIRECTORS

Section #1 It shall be the function of the Board of Directors and the President to oversee the affairs of the Club and to make policy recommendations for the adoption of the general membership. The Board of Directors shall consist of:

The Officers of the Club:

- President
- Travel Vice President
- Town Vice President
- Secretary
- Treasurer

Additional directors:

- Travel Registrar
- Town Registrar
- Director of Coaches
- Director of Town Referees
- Director of Travel Teams
- Director of Town Teams
- Director of Sponsors & Public Relations
- Director of Fields and Scheduling
- Director of Information Technology
- Director of Training

Section #2 The government of this organization shall be vested in a Board of Directors consisting of (15) individuals (such individuals may hereinafter be referred to as “directors”). In addition, the Past President may be a voting director for a period of a

maximum of 90 days, as defined in Section #6, Article VI. The directors of this organization shall be elected using the procedures prescribed in the By-Laws.

Section #3 Any director or officer may be removed for cause pursuant to the procedures set forth in this Section. Such removal shall be made in the form of a “Motion to Remove”, which shall be made by the Board President or by a “Motion to Remove” signed by any three other members of the Board of Directors. “Cause includes, but shall not be limited to, a director or officer who shall willfully violate any of the By-law or rules of the club or who fails to attend, in-person or via teleconference, four (4) monthly board meetings in any twelve (12) month period. Any director or officer so charged shall be furnished, in writing (including by email), with an explanation of the cause for removal and shall be given at least five (5) days notice to appear before the Board of Directors to make answer thereto. If, upon inquiry and hearing, the Board of Directors shall be satisfied with the truth of the charge, the Board of Directors may, upon the affirmative vote of at least a super-majority (two-thirds), of the directors, remove such director or officer from office.

Section #4 Any director or officer may voluntarily resign from his/her position(s) by providing any written notice to the Board President stating the effective date of his/her resignation.

Section #5 A vacancy on the Board of Directors, or in any office, shall be filled by a vote of at least a majority, more than half, of the Board of Directors. Such appointee shall serve until the next regular election at which such position would be filled. A vacancy in an officer position shall be filled from the current members of the Board of Directors. No person may hold two offices simultaneously.

Section #6 The immediate Past President, at the request of the majority, more than half, of the board, may attend future board meetings, and be a voting director for the maximum of 90 days immediately following the date of resignation or termination. The immediate Past President will remain on the website for a period of one calendar year.

ARTICLE VII – MEETINGS

Section #1 The annual meeting of the clubs shall be held in June of each year, unless a different date for such meeting is established by the Board of Directors. The June meeting shall be for the purpose of electing officers/directors. The May meeting, unless a different date for such meeting is established by the Board of Directors, shall be for the purposes of approving the budget for the forthcoming fiscal year.

Section #2 Public notice of the annual meeting of the club shall be posted on the club's website, at least one week before the meeting of the date.

Section #3 A majority, more than half, of the currently serving members of the Board of Directors, shall constitute a quorum at the Board of Directors meeting for the transaction of business.

Section #4 The Board of Directors shall meet regularly for the purpose of conducting the club's business as prescribed in the by-laws.

Section #5 At each meeting, unless the President selects a different order or elects to omit certain items in his/her discretion, the order of business shall be:

1. Minutes of previous meeting
2. President's Report
3. Treasurer's Report
4. Report of other officers and directors
5. Reports of program coordinators and other committee heads
6. In the case of the annual meeting, election of officers, directors, and budget
7. In the case of the annual meeting, a report by the President or his/her designate regarding the general condition of the league and its financial position (including funds received and spent since the previous report and the funds currently in possession of the club).
8. Old Business
9. New Business
10. Close/Adjourn

Section #6 Each meeting will be open to general membership. After, any and all interested parties have had a chance to address the board, the president, may call to order a closed private executive session of the board of directors, consisting of only board of directors, and other active members at the request of the president and board.

Section #7 Special meetings may be called by the President or upon the request of majority, more than half, of the board of directors.

ARTICLE VIII - PUBLIC RELATIONS

Section #1 The Club will take no public position on any issue unless this action shall have been approved at a meeting of the Board of Directors.

Section #2 Only the President or his or her authorized representative shall presume to speak for the Club.

ARTICLE IX – FISCAL YEAR

Section #1 The fiscal year of the Club shall begin on the first of July and end on the last day of June for the purpose of maintaining financial and player records.

Section #2 The player's age cut off date for the fiscal year shall correspond to the requirements of the County and State Associations with which the Club is affiliated.

ARTICLE X – DISSOLUTION

Section #1 In the event of dissolution, the Board of Directors shall be governed by the Laws of the State of New Jersey as outlined in the Certificate of Incorporation of the organization.

Section #2 Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XI – AMENDMENTS

Section #1 This constitution may be amended by a vote of at least two-thirds of the members physically present (or by teleconference) and voting at any regular or special meeting, provided that public notice of the proposed amendment be given on the club's website at least one week prior to the date of such meeting.

ARTICLE XII – EFFECTIVE DATE AND TRANSITION

This Constitution shall be effective as of May 4, 2011.

BY-LAWS

ARTICLE I – BOARD OF DIRECTORS

Section #1 The Board of Directors shall have the power to manage all the affairs of the club on any and all questions relating in any manner whatsoever thereto, and to make all contract necessary for the proper transaction of all business. They shall have entire jurisdiction over all matter pertaining to the care, conduct, control, supervision and management of the club and its finances, and all appropriations shall be made by them. The Board of Directors shall also have the power to delegate the aforementioned power and duties to the officers as they deem appropriate in their sole discretion.

Section #2 The directors shall receive no fee or compensation for their services. However, any director may be reimbursed for authorized expenses incurred in the furtherance of the purposes of this organization.

Section #3 No assessments shall be levied directly against the Board of Directors for the purpose of meeting the club's obligations.

Section #4 The president shall preside at all meetings of the club and Board of Directors and enforce all laws and regulations of the club. He/she shall perform such other duties as shall be imposed upon him/her by resolution of the Board of Directors.

Section #5 The club shall indemnify and hold harmless the directors and the officers to the fullest extent permitted by applicable law, except for actions taken by a director or officer in bad faith or that constitute fraud.

ARTICLE II – DUTY OF OFFICERS

Section #1 The elected officers of this Club shall be as follows: President, Travel Vice President, Town Vice President, Secretary, and Treasurer.

Section #2 The President shall preside at all meetings of the Board of Directors, and at the general membership meetings of the Club. He/she is empowered to call meetings of the Board of Directors, or general meetings for good cause. He/she shall appoint the Chairpersons of all committees, and shall be an ex-officio member thereof, except he/she shall not appoint the Chairperson of the Nominating Committee or be a member thereof. The President will serve as the Kids Safe Coordinator and shall be responsible for the implementation of the Kids Safe program pursuant to state and federal guidelines.

Section #3 The Nominating Committee shall consist of five (5) directors, including one director as chairperson. This committee will be selected and approved by the board of directors, at the May meeting.

Section #4 - The Nominating Committee will implement a process for the succession planning and identification of suitable candidates for appointment to the position of President. The Nominating Committee will make recommendations to the Board on succession planning and on candidates it considers appropriate for appointment as President.

Section #5 - In the absence of the President or his/her inability to act, perform all of the duties of the office of the President, the Nominating Committee shall call to order a special meeting of the Board of Directors, requiring a quorum, within ten business days, to propose and appoint a permanent or interim president by relative majority. In the event there is more than one candidate for the office, the candidate receiving the majority of the votes cast shall be the winner.

Section #6 - The Travel Vice President shall have overall responsibility for the travel program in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #7 - The Town Vice President shall have overall responsibility for the town recreational program, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #8 - The Secretary shall keep a record of the proceedings of this Club in addition to other duties as requested and approved by a vote of the Board of Directors. The books and records of the Secretary shall be available at the meetings and shall be delivered to his or her successor in office. The Secretary shall keep records of any important changes or events occurring within the Club and shall keep an updated copy of the Constitution.

Section #9 The Treasurer shall make all disbursements of money approved by the membership of the Club at the May meeting of the general membership and shall render a report of all receipts and disbursements at each regular meeting. The Treasurer shall collect all revenues and shall make a full report of the finances of the Club at the June & May meetings, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #12 The officers shall perform the above duties and such other duties as are prescribed by this Constitution and by Parliamentary procedure as outlined in this Constitution. Specific duties of each Board position shall be reviewed and outlined by a vote prior to the annual meeting.

ARTICLE III - DIRECTORS

Section #1 The Travel Registrar shall handle all registration and shall maintain the official rosters of all teams. The Travel Registrar shall collect all registration fees and forward all moneys to the Treasurer on a timely basis. It will be the responsibility of the Travel Registrar to assure that the standards of the Club are maintained (i.e. age of players, qualifications for travel teams. etc).

Section #2 The Town Registrar shall handle all registration in the town recreational program. The Town Registrar is responsible for establishing team rosters and recruiting coaches prior to the start of the season. The Town Registrar shall collect all registration fees and forward all money to the Treasurer on a timely basis. The Town Registrar is responsible for field schedules for games. It will be the responsibility of the Town Registrar to assure that the standards of the Club are maintained (i.e. age of players, etc).

Section #3 Director of Travel Teams shall be the liaison between the club and any County or State organization.

Section #4 Director of Town League shall be the liaison between the club and any town league teams.

Section #5 Director of Fields and Scheduling shall be the liaison between the club and the Sparta Township Recreation Department with regard to field use and maintenance. They shall also be responsible for assigning field practice schedules and are the liaison between the Club and the Travel League Referee Assignor.

Section #6 The Director of Town Referees shall approve all referees for the town league program. The Director of Referees shall supervise the activities of all referees for the town league program to assure their compliance with all rules, regulations, and guidelines expected of a youth referee as required by the Board of Directors and affiliated

leagues. The Director of Referees will assign a referee for each town league game, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #7 The Director of Coaches shall nominate all coaches (town and travel) to the Board of Directors for approval. The Director of Coaches shall supervise the activities of all coaches to ensure their compliance with all rules, regulations, and guidelines expected of a youth soccer coach as required by the Board of Directors and affiliated leagues. The Director of Coaches shall also recommend replacement of coaches not complying with the above, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #8 Director of Training shall be responsible for organizing all training programs after submitting a training plan for the Board of Directors' review and approval, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #9 Director of Public Relations & Sponsors shall be responsible for publicity, including arrangement for public notices of meetings and press coverage of Club events. The Director of Public Relations & Sponsors shall also be responsible for development and distribution of the Club's newsletter and updating the Club's websites (in the absence of the Director of Information Technology). This position shall also coordinate with the Town League Vice President to arrange Town Recreational Team Sponsors, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #10 Director of Information Technology shall be responsible for improving, maintaining, and updating the Club website, in addition to other duties as requested and approved by a vote of the Board of Directors.

Section #11 The Directors shall perform the above duties and such other duties as are prescribed by this Constitution, By-Laws and by Parliamentary procedure as outlined in the Article VII. Specific duties of each Board position shall be reviewed and outlined by a vote prior to the annual meeting.

ARTICLE IV – ELECTIONS

Section #1 The Officers and Directors shall be elected for a term of one year at the June Membership Meeting as outlined in this Article of this Constitution and shall hold office for one fiscal year or until their successors are elected.

Section #2 Officers and Directors shall be elected at the June meeting.

Section #3 Only active members of this Club shall be eligible to be candidates for an elective or appointed office in this Club. A candidate for President must have been an

active member of at least one year. It is required that, a candidate for President, must also, have been on board for at least one calendar year, this request may be waived by a majority, more than half, of the board of directors.

Section #4 The Nominating Chairperson shall submit his/her report of nominations to the President and board of directors, fifteen days prior to the June Meeting.

Section #5 A member nominated by the Nominating Chairperson need not be present to be nominated. A member nominated must accept his or her nomination either in writing (including email) or in person. An acceptance in writing is valid when delivered to the Secretary of the Club.

Section #6 Elections shall be by secret ballot except in cases where there is 'no contest' for the office.

Section #7 In the event there is more than one candidate for the same office, the candidate receiving the relative majority of the votes cast shall be the winner.

ARTICLE V - VOTING

Section #1 Active members of this Club shall be entitled to cast one vote on any matter that may come before the general membership.

Section #2 Voting at all meetings of this Club shall be by show of hands. Voting to amend these Articles shall be by show of hands, unless a majority, more than half, of the members present vote for a roll call or a secret ballot.

Section #3 Voting at the annual election or at a special election to fill a vacancy shall be by secret ballot if any office is contested.

Section #4 Voting by proxy is not permitted.

ARTICLE VI – FINANCES

Section #1 The Board of Directors is authorized to accept and receive, in the name of the club, all money given for the purpose of the organization.

Section #2 The Board of Directors is authorized to set fees for the use of the services of this organization.

Section #3 The Board of Directors has the right to set and collect dues for membership in this organization

Section #4 A Committee designated for such task, consisting of President, Treasurer, Town or Travel Vice Presidents, and others board members on an as needed basis only, is further authorized to waive all or a portion of the fees and/or dues referred to in Section #2 and #3 of this Article if, based on the financial circumstances of a member, the committee determines in good faith it is appropriate to do so.

Section #5 All payments of debts of the organization will be by the organization's check. All checks of the organization must be signed by the treasurer or president.

Section #6 The organization shall maintain a checking account at such financial institution as the Board of Directors deems necessary and appropriate.

Section #7 The organization shall maintain such other accounts at such financial institutions as the Board of Directors deems necessary and appropriate.

Section #8 The president and treasurer shall sign all written contracts and written obligations of the Board of Directors. Specific permission may be given to other board members for such duties, by the president in writing.

Section #9 In the event an emergency expenditure of funds must be approved by the Board, and the President, in his/her sole discretion, deems there is insufficient time or reason to convene a special meeting of the Board or to wait for the regularly scheduled meeting of the Board, the President may conduct a survey vote of the Board members in order to approve said expenditure.

Section #10 In such event, the President will contact each Board member by e-mail and detail the expenditure and reason for emergency approval. Each board member will then contact the President via e-mail to cast his/her vote. The President will tally the votes and notify the Treasurer of the result. The President will keep written records of all votes and provide them to the Secretary for each member's review at the next regular meeting of the Board.

Section #11 The Treasurer may spend up to \$1000.00 for budgeted items without any approval and up to \$5,000.00 for budgeted items with the approval of the President. Any budgeted expenditure in excess of \$5,000.00 must be approved by the Board of Directors regardless of the amount of the budget line item. All unbudgeted expenditures must be approved by the Board of Directors.

Section #12 The Club will have the ability to audit any financial documents, accounts and records of the Club. This audit may be performed by any member, director or outside accounting company, approved by the board of directors.

ARTICLE VII – RULES OF ORDER

Section #1 Roberts “Rules of Order” shall govern the proceedings of all meetings of the organization and constituent parts, except as provided in these By-laws.

Section #2 A majority, more than half, of the currently serving members of the Board of Directors, shall constitute a quorum at any meeting of the organization. No action may be taken at any meeting unless a quorum is present.

Section #3 Except as otherwise expressly provided herein, an affirmative vote by at least a majority, more than half, of the member of the Board of Directors present and voting at any regular meeting of this organization shall decide all matters, provided a quorum is met.

ARTICLE VIII – COMMITTEES

Section #1 The Board of Directors shall determine the committees deemed proper and necessary to fulfill the objectives and purposes of the organization.

Section #2 All committee chairmen shall be appointed by the president, subject to the approval of at least a majority, more than half, of the Board of Directors.

Section #3 The president and vice-presidents shall be ex-officio members of all committees.

ARTICLE IX – DELEGATIONS

Section #1 Delegations of special committees shall be appointed by the president, subject to the approval of at least a majority, more than half, of the Board of Directors, to represent the organization at any convention, league meeting or assembly, as may be necessary. Such delegations of committees shall exercise only those powers specifically vested in them by the Board of Directors.

ARTICLE X – AUTHORITY TO BIND

Section #1 Except as otherwise expressly provided herein, no member of this organization shall contract for, or incur any debt or enter into any agreement or otherwise obligate this organization, except by authorization of the Board of Directors.

ARTICLE XI – POLICY

Section #1 Whenever possible, written policy shall be established which will state the rules pertaining to the adoption of programs, duties of officers, directors and appointed committees, and other matters of concern to the organization.

ARTICLE XII – AMENDMENT OF THE CONSTITUTION BY-LAWS

Section #1 The By-laws and policies may be amended by a vote of at least two-thirds of the members physically present or by teleconference, at any general or special meeting, provided written notice of the proposed action has been given on the club's website at least one week prior to the date of such meeting. Any such amendment shall be effective immediately unless the amendment expressly provides otherwise.

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