



## **Goodrich Soccer Club Incorporated**

### **Operating Constitution and Bylaws**

## **ARTICLE I -- Name of Corporation**

The name of the corporation is the Goodrich Soccer Club, Inc., herein referred to as “Goodrich Soccer Club” or the “GSC”.

## **ARTICLE II -- Principal Office**

The principal office for the transaction of business of the corporation at the home office of the president of the board of directors 10253 South State Road, Goodrich, MI 48438. We do have a PO box for registration purposes but our corporate address for the state and Federal government is as stated here.

## **ARTICLE III -- Purposes, Mission and Objectives**

### 1) Purposes.

This Club is a volunteer non-profit organization created for and committed exclusively as an organization described in Section 501(c)(3) of the Internal Revenue Service.

The Club’s purposes shall include but not be limited to the provision of services that (i) provide a quality educational experience that will help soccer players of all ages reach their maximum potential as soccer athletes in an environment that advances the highest standards of conduct and professionalism, (ii) promote opportunities for the youth of Goodrich and the surrounding area to learn, develop their skills, and play competitive soccer, and (iii) foster the growth of soccer in the community by providing outreach opportunities for players, coaches, and fans.

### 2) Mission and Goals

This Club is committed to creating a positive, meaningful soccer experience for players, referees, coaches, and fans of soccer with emphasis on fun, good sportsmanship, physical fitness, respectful attitudes, and team play. The Club promotes soccer excellence in Goodrich through a competitive, safe, enthusiastic soccer environment. The goals and objectives of the Club include, but are not limited to, the following:

- A. To introduce youngsters, through the recreational program, to soccer through organized support with the primary expressed purpose to have fun, and the secondary purpose to learn soccer skills.
- B. To further enhance skills and develop team play of youngsters through the traveling program, ultimately improving the caliber of play of our Goodrich High School Soccer Programs.

## **ARTICLE IV - Membership**

- A. Membership in the Goodrich Soccer Club, Inc. will consist of all parents of players, non-minor players, directors, coaches, managers, coordinators, and ad hoc committee members.
- B. Voting Membership, for the sole purpose of electing the Board of Directors, will be limited to the Board of Directors. This Board will initially be created from current and past GSC-involved members that have the most tenure with the club and demonstrate the leadership qualities to move the club forward.
- C. More details are outlined for long-term Voting Membership structure under the Organizational Structure section of the Bylaws.

## **ARTICLE V – Board of Directors Organizational Structure**

- A. Board of Directors:

The Goodrich Soccer Club, Inc. shall be governed and administered by a board of directors. The board of directors shall consist of:

- 1) President
- 2) Vice-President
- 3) Director
- 4) Director
- 5) Director
- 6) Director
- 7) Director At Large
- 8) Past President - Secretary

Eligibility requirements for the Board of Directors are that they must have served for a minimum of two years as a contributor of significant volunteer effort to the operation of the Goodrich Soccer Club, demonstrated strong community and volunteer leadership skills in this capacity and must be nominated for addition to the board to fill vacancies by an active member of the board in good standing.

- B. Meetings

Meetings of the Executive Committee may be held at any time. Members of the Board of Directors shall be given not less than 24 hours notice.

The Board of Directors will meet at least quarterly. Additional meetings may be called at the request of two board members.

C. Quorum

Attendance of the board by five (5) members is required in order to take formal action. Passage of any action by the board requires a simple majority. When a quorum is not present the secretary may be asked to execute a vote on action via phone in the meeting, via email so that proof of the vote can be recorded.

D. Removal of a Director

Any director may be removed from the board, with or without cause, by the Board of Directors should the board feel the best interests of the Goodrich Soccer Club, Inc. will be served. A full Board of Directors vote will be required for Director removal.

E. Nominating Committee

The Nominating Committee shall consist of a chairman and two members. The chairman of the Nominating Committee shall be the immediate Past President. If the immediate Past President is unable to serve, the President shall appoint a chairperson, subject to the approval of the Board of Directors.

F. Nomination Process

At the last annual meeting, the Nominating Committee shall submit a slate of candidates for offices. The chosen candidates will be sworn in at the next meeting for their prospective term.

G. Terms of Office

The Board of Directors shall serve for two years or until their successors are elected. The President and Vice President shall be elected in odd years. The remaining directors will also serve on two year terms, split evenly on odd and even years. There is no limit to the terms an individual can be elected to the board.

H. Vacancies

The board will fill any vacancies to board positions that occur, except for the President, by a majority vote of the remaining members. If the President resigns or is unable to carry out his/her duties, the Vice-President shall assume the office of President for the un-expired term.

## **ARTICLE VI - Responsibilities of the Board of Directors**

### **A. Election of Board Members**

The board elects each subsequent year's members no later than December 31st from a pool of nominees submitted by the ad hoc nominating committee.

### **B. Discipline**

The board shall have final responsibility and authority to enforce the **Code of Conduct for Coaches & Volunteers** for any Recreational or Travel Volunteer, which may include the removal of any volunteer, coach or club member who is detracting from the overall mission of the soccer program.

### **C. Finances**

The board shall establish and maintain rules pertaining to the finances of the Goodrich Soccer Club.

## **2.0 Transactions involving the club's funds.**

**2.1** *The process for disbursement of funds for expenses is outlined in Process 200 and this is executed on FORM 100. The process for depositing funds is outlined in Process 201 and executed on Form 101. Spending Approval and expectations for each volunteer position that handles money directly are detailed in the "Volunteer Expense Authorization Form 103 document that must be signed and agreed upon by the volunteer and a the operating club president or their assignee.*

## **3.0 Establishment and usage of a checking account**

3.1 - The treasurer will establish and maintain a checking account at a financial institution if and when approved by the board of directors in advance. The check writing guidelines will be as follows:

3.2- All check #'s issued must have documentation kept by the treasurer that correlates to a specific check # , expenditure description, requestor, descriptions, date and budget area that the funds are coming from in some form of record keeping either handwritten, or in a computer spreadsheet. The check number can serve as the key to the notations. The treasurer shall backup this documentation quarterly with an updated copy to the president of the operating club and the secretary for safe keeping.

**4. Annual budget management**

- 4.1 – The President of the board with the treasurer shall use historical data, registration data and new information gathered from the current operating club leadership to make an annual operating budget that is divided at least in categories for each leadership area with breakdowns for typical expenses where there was at least \$300 dollars spent in a year for a particular item.
- 4.2 - This budget shall be created with input from the operating club leadership by the end of October and the operating club shall modify & approve it by end of December and the Board of directors shall modify & approve it by the end of January so that the operating club can follow it for the full calendar year.
- 4.3 The treasurer shall be know the current amounts that have been spent compared to the approved annual budget for the current year and retain those figures from the past years that are available for comparison and review in reporting to the board of directors as requested.

**D. Operating Club Structure**

The board will oversee the Operating Club structure, working to insure that the club is running efficiently supporting the objectives of the club, the Goodrich High School, and the local Goodrich, Michigan community.

The Operating Club is ultimately responsible to the Goodrich Soccer Club Board of Directors for all activities.

**ARTICLE VII - DUTIES OF OFFICERS**

**A. President of the board of directors**

- 1) The President shall be responsible for preparing an agenda and conducting meetings of the club.
- 2) The President shall appoint ad hoc committees, such as the nominating committee, grant exploration committee, land purchase committee etc. when needed.
- 3) The President shall see that MSYSA State of Michigan and IRS annual reporting procedures are followed in a timely manner.
- 4) The President will be the principal spokesman for the Goodrich Soccer Club, Inc. with outside organizations to promote the growth of soccer and soccer facilities in the Goodrich area.
- 5) The President may also serve as the President of the Operating Club structure.

**B. Vice-President of the board of directors**

- 1) The Vice-President shall serve in the place of the President in case of absence or disability or removal.
- 2) The Vice-President shall serve as point of contact for all internal matters to include resolving conflicts over fields for games and practices as well as

coordination of schedules between the Goodrich Soccer Club and opponents.

C. Secretary

1) The Secretary will keep minutes of all meetings and is responsible for all correspondence.

D. Directors:

- 1) Will participate in all Board Meetings
- 2) Will serve on various committees as designated by the Board
- 3) Will serve to accomplish the objectives of the Goodrich Soccer Club

E. Past President:

- 1) Chairs Nomination Committee
- 2) Will serve on various committees as designated by the Board
- 3) Will serve to accomplish the objectives of the Goodrich Soccer Club
- 4) Will advise the board utilizing there past experience.

## Article VIII – Operating Club

A. Organizational Structure:

The Goodrich Soccer Club's day-to-day operations are run by the club's operating structure. It is currently lead by the President of the Board of Directors, but this is not a requirement. The current Operating Club's organizational structure is shown at the end of this document. The current names of the holders of the positions will be displayed on the clubs official website and updated by the communications coordinator as directed by the operating club president as changes are made and communicated. Officers of the operating club who are voting members will be denoted by an "\*" and changes to these designations must be approved by the board of directors by recorded vote.

B. General responsibilities for the positions are described in the following sections.

**President** – The president shall be responsible for presiding over regularly scheduled meetings of the Club and shall be the Officer in charge of carrying out the policies approved by the Board of Directors. The president shall supervise and control the business affairs of the Club, and shall be the principal interface between the Club and the town Goodrich in developing, promoting and coordinating soccer programs. The president may delegate Club representative responsibility to another officer.

**Secretary** – Shall attend all operating club meetings where the organization is meeting to make official decisions as the proceedings must be recorded. They shall record all decisions of the club, attend to correspondence with operating club leadership, with the executive board and the communications manager, keep official business records & documents of the Club, including minutes of the meetings, shall have charge of all document properties of the Club and shall update rule changes in these documents and to all other operating club documents as required in the future. If by laws are updated, the secretary shall make sure that affiliate organization organizations that require current copies are provided the new approved by laws in the time frame that they require.

**Communications Manager** – shall manage the club’s information flow to parents, the public at large including the club’s internet website, newspapers, and school system student flyers. The management and control of the club website access passwords and making critical changes to the websites official content is included in this role . Refer to Volunteer Expense Authorization Form 103 for expectations of this role in detail.

**Travel Director-** Shall manage the travel club according to the Travel Club Bylaws document that is approved by the board of directors. He/ She shall coordinate activities of this league with the overall operating club, follow the club’s financial requirements for participation and abide by the field use assignments determined by the fields manager. The travel league teams manage their own operating budget independent of the overall GSC to suit the travel parent’s elections for that team for uniforms, coaching etc. They are to pay the GSC the per player / year field and equipment fee in full in the fall as specified in the travel league by laws doc 302. The fee amount is set by the board of directors in advance of each season’s tryouts no later than the May 31<sup>st</sup> each year. If it is not modified then the fee is the same as the previous year’s fee set.

**Travel Manager-** Shall manage the business transactions and communications of the Travel Activities such as collection of funds from the parents, keeping records of the expenses and deposits for all their activities as well as activities with all other travel alliances who use the clubs fields in Goodrich

**GSC Treasurer** – The Treasurer shall report directly to the president of the board of directors, but be an active participant in the operating club. Their shall be one treasurer for the Goodrich Soccer Club, Inc. they shall have charge of all financials of the club and shall keep a detailed account of income and expenditure of the club including that of the board of directors. He/she shall be responsible for collection and payment of all monies involving Club sponsored activities. The Club Treasurer shall submit a statement of financial spending to budget and account or all cash assets of the club for the previous complete quarter for each quarterly scheduled meeting of the Board of Directors. The club treasurer shall see that the operating club procedures regarding disbursing funds are followed. Expenditures, if not specified by additional guidelines shall be required to have the signature of the operating club president *The process for disbursement of funds for expenses is outlined in Process 200 and this is executed on FORM 100. The process for depositing funds is outlined in Process 201 and Form 101.*



**Fundraising Manager** – shall coordinate the fundraising activities of the club and can appoint volunteers to be in charge of specific fundraising activities such as the special fundraising projects such as pizza kit program etc. They shall explore options for fundraising and seek feedback from club members at large for what is reasonable to undertake. *New fundraising ideas are to be communicated to this volunteer for consideration. Any new fundraising activities that are significantly different than in the past years activity must be approved by passing vote of the operating club in advance of any commitment.*

**Registration Coordinator** – This volunteer reports to the Manager of Club support volunteers. The registrar shall be responsible for the registering of all recreational players and coaches within the recreational GSC and maintaining and distributing the information to other volunteers as is needed. They will report to the Manager of Club Support Volunteers who will represent them in the operational club meetings. The registration of recreational coaches/volunteers in the required risk management program is the direct responsibility of this position. The registration of the recreational players into the clubs chosen data bases, the transfer of funds from registration to the clubs bank accounts. This volunteer should advise the operating club on the timing of the opening of registration for fall and spring soccer, the pricing and late fees, the determination of age requirements for leagues, the policy for refunds as they see a need for changes. These changes should be approved by the operating club by formal vote to be recorded in the minutes to show that the new action has been approved for execution.

**Recreational League Manager (RLM)** – shall oversee the formation and conduct of Club in all things relating to the smooth operating of recreational league activates in accordance with the Recreational League Bylaws that are adopted by the Board of Directors. These rules will describe the appointment of recreational league coordinators, regulations for fields and equipment, game operation, review & approval of league team rosters for fairness, determination of the season schedule, target dates for vital information flow between the operating club volunteers, expectation of behavior of parents, and the compliance with the clubs risk management program.

**Recreational League Coordinator** – U6 / U8 / U10 / U12 / U14 rec. league coordinators shall report to the RLM, attend meetings called by them or send a delegate coach from their league to attend in their place. This coordinator shall abide by the Recreational League bylaws that are approved by the board of directors and executed by the RLM in matters such as overall season schedule, rules of the game, and assignments of fields for practice, fair assignment of players to teams, reasonable playing time of each player in scrimmage and games, and also use of the club's fields & equipment.

**Recreational Referee Coordinator** – shall report to the RLM. This coordinator shall coordinate all Club activities relating to the selection, training, payment and assignment of recreational referees. He/she shall, with the approval of the Board of Directors, appoint such persons as necessary to assist with the responsibilities of his/her office and create rules for how referees are to keep records for their compensation, the rates for that compensation and the rules that will be enforced.

**Fields Coordinator shall report to the Operating club President** – Shall determine the location, orientation, maintenance and size of all fields the club has gained authority to occupy for use The The fields coordinator shall communicate with the Goodrich Schools athletic director

and community education throughout the year to coordinate respective needs of both parties. Further detailed description of the role of the Field coordinator will be created and approved by the Board of directors.

**Manager of Club Support Volunteers** – serves on the operating club leadership by overseeing the activities that support the operation of soccer but do not require knowledge of the soccer itself. These activities are: the purchase of rec. league uniforms, replenishing the contents of the coach’s equipment bags for all leagues, the recreational league player trophies/ awards, the used uniform coordinator, the annual picnic operation, the spring pictures of the rec. league teams, the registration of rec. players as well as the registration of volunteers into the clubs databases for assignment of teams, risk management administration and effective communications contact lists. This manager can appoint other volunteers to do any or all of these jobs in any combination they that fits the volunteer pool at that time effectively and will create and maintain knowledge of how these services are typically executed and be able to break-in replacement volunteers as needed. Spending Approval and Expectations for each volunteer position that handles money directly are detailed in the “Volunteer Expense Authorization Form 103 document that must be signed and agreed upon by the volunteer and the operating club president or their assignee. The operating club president may created and modify the Form 103 details as necessary to reflect the changes in expectations and permissions to spend funds. The Manager of support volunteers must be informed of any changes that affect their activates and should help communicate the conformance to those descriptions of duties.

**Coaches Development Coordinator** –shall report to the RLM duties shall include, but not be limited to, implementing a Club wide curriculum for player development, providing technical training for coaches, acting as an educational resource manager and ensuring that coaching philosophies are, at all levels, consistent with the mission of the Club. He/she shall, with the approval of the operating club leadership, appoint such persons as are necessary to carry out the responsibilities of his/her office.

**Summer Camp Coordinator** – Reports to the Coaches Development Coordinator. This volunteer represents the club by coordinating separately managed summer camp events with outside organizations who provide the staff. This coordinator is expected to make arrangements with the fields coordinator and for the specific fields and equipment needed as well as porta potties and other facilities if necessary such as the pavilion well in advance of the dates of the camp so that it can be arranged. The camp coordinator must get the operating club president to approve and sign any contractual agreements made with outside organizations regarding camps each year. The operating club should asked to approve the continued scheduling of these camps on an annual basis each year with a vote noted in the minutes of approval to make another commitment for the following year’s camp. This mostly likely should happen in the summer time frame at the latest each year.

C. Day-to-day Operations:

While the Operating Club is accountable to the Board of Directors, the day-to-day operations are led by the leadership structure of the Operating Club. Leaders meet as required to plan for the year and prepare for the seasons.

Roles vary within the Operating Club, from one-time volunteer positions (Pizza, Fundraising) to more dedicated positions through the year (Recreational Club Manager).

Both Recreational Leagues and Travel Leagues are run within the Operating Club.

### **Article IX - Amendments to the By-Laws**

All amendments to the rules and by-laws must be presented in writing, by the voting member requesting the amendment, to each director at least one (1) week prior to a called or scheduled meeting. Two-thirds of voting members present must approve any proposed changes. Approved changes to the bylaws are to be forwarded to outside affiliations of the club that require notification of these changes within the time frame they require. The president and the secretary should make sure that this occurs to be in compliance with those membership requirements.

**The bylaws of the Recreational league are in Document 301**

**The bylaws of the travel club are detailed in Document 302**

### **ARTICLE X - Playing Rules of the Recreational League**

Playing rules will generally comply with rules of the United States Soccer Federation (USSF) and the Federation International de Football Association (FIFA) with modifications as adapted for the Goodrich Soccer League and detailed in a separate document entitled Recreational League Rules. These modifications will be approved by a formal vote of approval by the board of directors in the short term with the intent of handing these decisions over to the operating board after it is established.

### **ARTICLE XII – Playing Rules of the Travel League**

The specific rules governing how the travel league within the Goodrich Soccer Club Inc. organization are detailed in a separate document entitled Travel League Bylaws that will be approved by the board of directors once established.

The amendment cannot be in conflict with the regulations prescribed to us by the within the confines and regulations set forth by the following governing bodies of soccer: The Mid-Michigan Youth Soccer League (MMYSL), the Michigan State Premier Soccer Program (MSPSP), the United States Youth Soccer Association (USYSA), the United States Soccer Federation (USSF) and the Federation International de Football Association (FIFA).

## **ARTICLE XIII - Basic Policies**

A. Participation in any league, including recreational, traveling, and adult, will be open to any person, male or female, living in Goodrich, Michigan and surrounding area. Non-city residents, playing in the recreational program, must meet the financial requirements set by the Goodrich Soccer Club and complete the required registration forms.

B. Participation is without regard to race, color, creed, sex, religion or national origin.

*SUBMITTED BY THE GOODRICH SOCCER CLUB'S BYLAWS COMMITTEE AND TO BE APPROVED BY THE NEWLY FORMED BOARD OF DIRECTORS OF THE GOODRICH SOCCER CLUB, INC. in Summer 2008.*

*Revision history*

*Modified on June 7, 2009 Harlow, Barnett and Flotemersch*

*Modified June 21, 2011, Flotemersch Revision F1*

*Modified August 4<sup>th</sup>, 2012, Flotemersch Revision 1*

*Modified September 3<sup>th</sup>, 2013, Harlow & Flotemersch*

Attachment A: Goodrich Soccer Club, Inc.  
Operating Club Structure

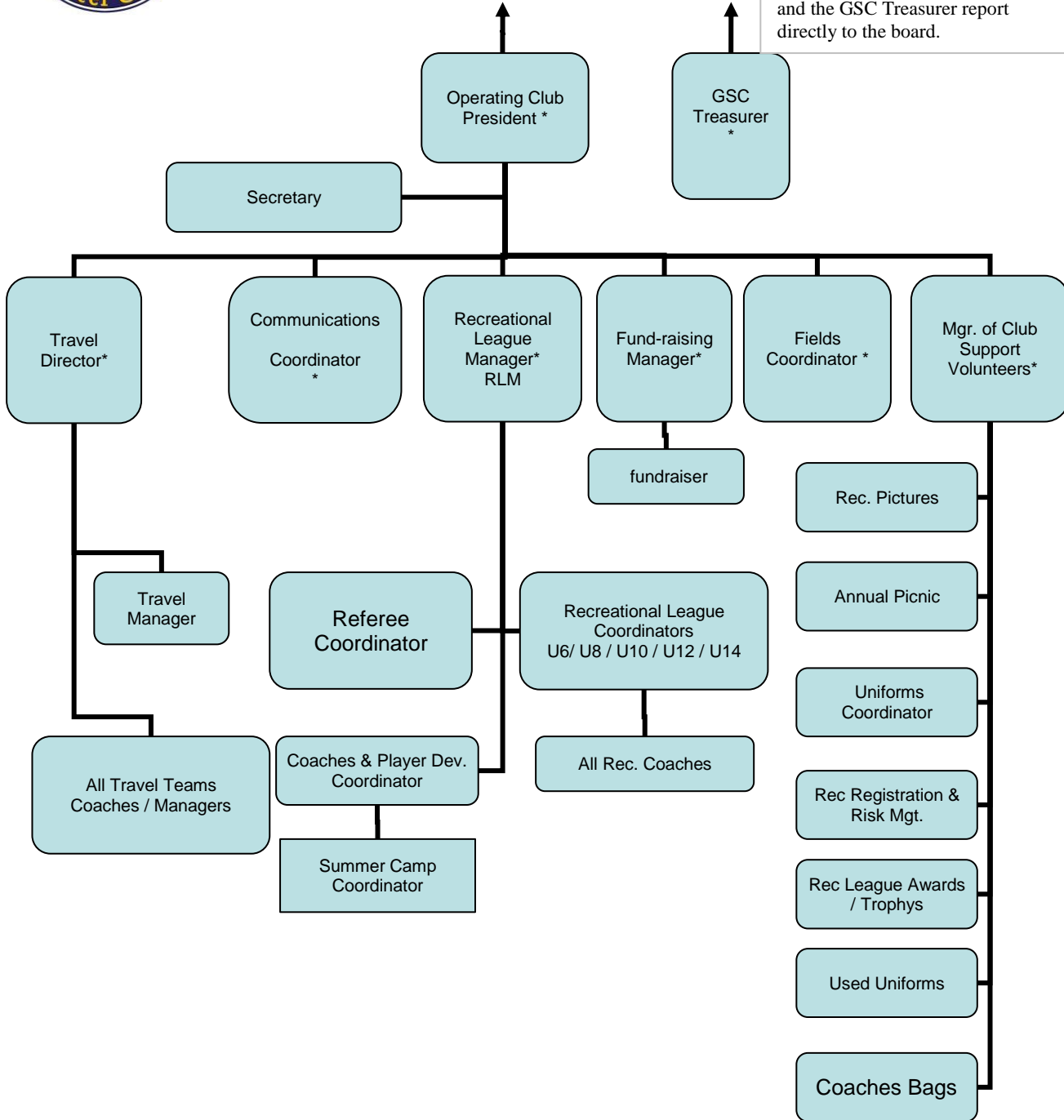
Attachment B: Document Structure Map

Attachment C: Financial Flow Details Map



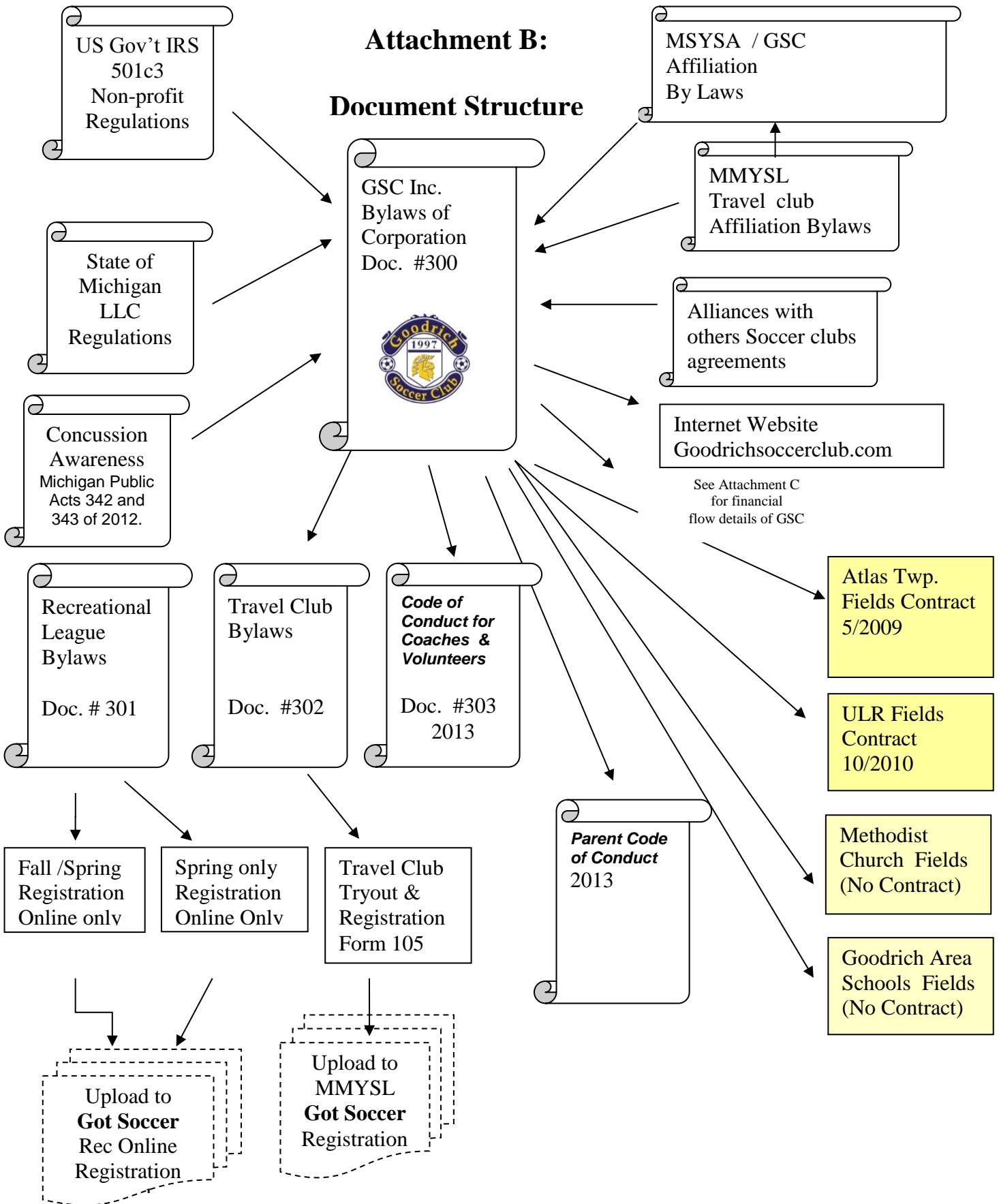
## Attachment A: Goodrich Soccer Club, Inc Operating Club Structure

Note: The operating club president and the GSC Treasurer report directly to the board.



See the club's website: "Goodrichsoccerclub.com" for current volunteer names and contact information

## Attachment B: Document Structure



**Attachment C:**

**Financial Flow of GSC**

