

**By-Laws of**  
**EAU CLAIRE UNITED SOCCER CLUB INC.**

**Eau Claire, Wisconsin**

Adopted October 2004

Amendments:

12/2008	6.5 Term of Office
11/2011	4.1 Eligibility
11/2011	6.1.3 General Duties of the Board of Directors
11/2011	6.2.7 Specific Duties of the Board of Directors
11/2011	6.3 Directors Titles and Responsibilities
11/2011	6.5 Term of Office
11/2011	8.8 Event Budget Proposal

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## 1 **Article I. Definitions**

### 1.1 **Preface**

- 1.1.1 BOARD/BOARD OF DIRECTORS  
Shall mean all elected directors
- 1.1.2 CLUB  
Shall mean Eau Claire United Soccer Club, Inc.
- 1.1.3 PRESIDENT  
Shall mean President of the Club
- 1.1.4 VICE-PRESIDENT  
Shall mean Vice President of the Club
- 1.1.5 SECRETARY  
Shall mean Secretary of the Club
- 1.1.6 TREASURER  
Shall mean Treasurer of the Club
- 1.1.7 OFFICERS  
Shall be the President, Vice-President, Secretary, Treasurer and Safety Director of the Board of Directors
- 1.1.8 DIRECTORS  
Shall be all elected Board of Director positions
- 1.1.9 MEMBERSHIP  
As per Article IV, all adult and youth who qualify for membership in the Club

## 2 **Article II. Name, Colors, Affiliation, Seal**

### 2.1 **Title**

The organization is incorporated as EAU CLAIRE UNITED SOCCER CLUB, INC

### 2.2 **Colors**

The colors shall be red, black and white

### 2.3 **Affiliation**

The Club is a member of the Minnesota Youth Soccer Association (MYSA), Wisconsin Youth Soccer Association (WYSA), the United States Youth Soccer Association (USYSA), and the United States Soccer Federation (USSF).

### 2.4 **Headquarters**

The Headquarters for the Club shall remain within the city limits of Eau Claire, Wisconsin.

### 2.5 **Seal**

The Club may have a seal, and if so desired by the Board, said seal shall contain the Club logo.

### **3 Article III. Club Purpose, Goals and Objectives**

#### **3.1 Club Purpose**

The purpose of the Club is to support the growth and development of children in the Western Wisconsin area, to provide competitive youth soccer programs open to all children of the area, and to encourage and provide for parental involvement and community support in the instructional and competitive aspects of a youth soccer program. The Club is not intended to interfere, or compete, with other city youth soccer associations or high school programs, rather to complement/supplement their programs and organizational efforts.

#### **3.2 Goals**

- 3.2.1 Developing and conducting a competitive soccer program for all youth in the Western Wisconsin area.
- 3.2.2 Formulating and promulgating policies and rules to govern the conduct of players, coaches, referees, and parents involved in the youth soccer program.
- 3.2.3 Promoting competitive soccer as a constructive activity in the growth and development of youth.
- 3.2.4 Developing and conducting soccer-training programs for players, coaches, referees and parents.
- 3.2.5 Ensuring the continuation and growth of competitive youth soccer in the area through local sponsorship and funding.

#### **3.3 Objectives**

Youth and adults of the Club shall be governed by the objective to set a good example of sportsmanship, and this shall take precedence over any desire to win. Their conduct as Club representatives/members shall do nothing to disgrace the Club. They will maintain the highest moral and ethical standards of good conduct. This objective will be met through fostering these principles:

- 3.3.1 Teaching proper soccer techniques and fundamentals including fair play and good sportsmanship.
- 3.3.2 Encouraging players and coaches to achieve their highest potential, thus fielding a competitive soccer team.
- 3.3.3 Encouraging members to have fun enjoy and seek to work together rather than in conflict or under an adversarial relationship.
- 3.3.4 Promoting (through word and modeling) trustworthy and responsible principles/attitudes in both youth and adults of the Club.
- 3.3.5 The Club member will encourage personal growth, individual mental and physical soccer conditioning and character building.

### **4 Article IV: Membership**

#### **4.1 Eligibility**

Membership is open to any qualifying resident of the Western Wisconsin area.

#### **4.2 Active Membership**

Membership, as defined below, will be limited to any person who expresses a desire to participate

through enrollment for any twelve-month period.

4.2.1 Participating Member

Those persons serving the Club as parents/guardians of players, team coaches, team managers, referees, or those fulfilling administrative capacities. Administrative duties can include, but is not limited to, membership on the Board or other organizational committees. For issues and measures requiring Participating Member vote, each household is considered a single vote.

4.2.2 Playing Member

All registered players who have been placed on a team through tryout procedures.

4.2.3 Contributing Member

Those persons whom the Board grants membership to in recognition of contributions of value to the Club to express its gratitude.

**4.3 Enrollment of Membership**

Enrollment of members will be conducted on a seasonal basis throughout the year.

**4.4 Membership Records**

The Board and any committee having authority of the Board shall keep, at the registered or principle office, a record giving the names and addresses of members entitled to vote.

**4.5 Functions of the Participating Members**

4.5.1 To adopt Club By-laws.

4.5.2 To elect Club Board members.

**4.6 Membership Termination**

The Board of Directors by majority vote at any authorized meeting shall have the authority to discipline, suspend or terminate the membership of any member when conduct of such person is considered detrimental to the best interests of the Club.

**4.7 Membership Termination Appeal**

The member involved shall be notified of termination proceedings, informed of the general nature of the charges, and given an opportunity to appear at a meeting to answer such charges.

**5 Article V: Team Formation**

Tryouts for teams will be based on all players registered for each age bracket. Every effort will be made to roster players, up to a maximum per team allowed by WYSA/MYSA.

**6 Article VI: Club Governance and Responsibilities**

This section is to define the organization and characterize the overall governing of the Club activities.

**6.1 General Duties of the Board of Directors**

The governance of the Club shall be vested in a Board of Directors, which shall consist of five officers, and not more than four other directors. Each member of the Board is granted voting rights and decisions of the Board will be determined through Board member votes.

6.1.1 The Board of Directors is responsible for the overall management of the Club and shall

- control and manage the Club's property.
- 6.1.2 The Board of Directors is responsible for the Club's operational activities in accordance with these By-laws.
  - 6.1.3 The Board of Directors will attempt to ensure that the governance of the Club includes fair representation from the Chippewa Valley area.

## **6.2 Specific Duties of the Board of Directors**

- 6.2.1 To approve all rules governing the Club.
- 6.2.2 To approve all training and competitive programs.
- 6.2.3 To control disbursement of Club funds.
- 6.2.4 To affiliate with other organizations that will support the goals and objectives of the Club.
- 6.2.5 Appoint vacant Board positions pending the next annual membership meeting.
- 6.2.6 To approve Club programs, policies and activities.
- 6.2.7 To approve selection process.
- 6.2.8 Perform strategic planning for the Club.
- 6.2.9 Oversee the activities of other organizational committees.

## **6.3 Directors' Titles and Responsibilities**

- 6.3.1 **President**  
The President shall preside at all meetings with full voting rights. As Chief Executive Officer of the organization, he/she shall supervise the Club's affairs and activities as prescribed by these By-Laws. The President shall, with Board approval, appoint committees to address specific needs of the Club.
- 6.3.2 **Vice-President**  
The Vice-President shall perform all the duties incumbent upon the President in the absence of the President.
- 6.3.3 **Treasurer**  
The Treasurer shall keep complete records of account, showing accurately the financial condition of the Club.-
- 6.3.4 **Secretary**  
The secretary shall take minutes at all Board and general meetings and shall be charged with sending all correspondence and notices.
- 6.3.5 **Safety Director**  
The Safety Director shall report on field conditions, status of injuries, and status of first aid training. He/she is also responsible for inventory control on all first aid kits assigned to coaches, assuring that the kits are adequately supplied.
- 6.3.6 **MYSA Representative**  
The MYSA Representative shall act as the liaison between the Club and the MYSA District Director. He/she is responsible for all communication as it pertains to the boys' program, including number of teams, age levels and division level between coaches, club District Director and MYSA/WYSA.
- 6.3.7 **WYSA Representative**  
The WYSA Representative shall act as the liaison between the Club and the WYSA. .

He/she is responsible for all communication between the Club and MYSA as it pertains to the girls' program, including number of teams, age levels and division level between coaches, club District Director and WYSA

6.3.8 Marketing and PR Director

The Marketing Director shall coordinate marketing efforts for the Club and communicate to local media and others on behalf of the Club. He/she is responsible for reviewing communications for branding and the consistency of communications with the Club's mission and objectives. He/she is also responsible for the web content.

6.3.9 At Large Representative

Shall participate as a member of two standing committees.

## **6.4 Candidate Selection**

The ECU Board shall appoint a Nominating Committee comprised of the president, a current board member and a current participating ECU member to present a slate of candidates for consideration to the Participating Members at the annual meeting.

## **6.5 Term of Office**

Board members shall be elected for a term of three years by the participating members at the annual general meeting. Membership will be staggered over a three-year period to ensure that no more than one third of the membership leaves the board in a given year.

- Vice President, WYSA Rep and At Large Representative starting in 2012
- Treasurer, MYSA Rep, Safety Director starting 2013
- President, Secretary and Marketing starting in 2014.

Any unexpected vacancies would be filled by appointment and would serve only until the end of the scheduled term. They would then be eligible to serve one additional three-year term.

All board members are eligible to serve no more than two three-year terms.

Board members are expected to attend monthly board meetings and participate in the work of the board. Board members with unexcused absence from three consecutive board meetings may be removed by the consensus of the board.

# **7 Article VII: Meetings**

## **7.1 Annual Meeting**

The Annual Meeting will be held prior to September 1 for the following purposes:

- 7.1.1 Honoring players, coaches, referees and sponsor participants
- 7.1.2 Electing Board members and officers
- 7.1.3 Transacting such business as may come before the meeting

## **7.2 Regular Board Meetings**

Regular meetings of the Board will be scheduled at a minimum of once a month depending upon the business of the Club. Minutes will be kept of all proceedings and made available to all members. Board Meetings are open to all Active Members with the exception of confidential issues, which will

be addressed by the Board at closed meetings.

### **7.3 Special Meetings**

Special meetings of the Board may be called by the President or upon request of any two Board members. The purpose of the meeting shall be stated in a notification to the community at least 48 hours prior to the time of the meeting.

### **7.4 Quorum**

A quorum shall be a majority of the members of the Board. No business shall be conducted by the Board at any meeting at which a quorum is not present, and the only motion the chair shall entertain at such meeting is a motion to adjourn, which may include a certain time fixed for the next meeting.

### **7.5 Manner of Acting**

The act of the majority present at a meeting shall be the act of the Club, provided a quorum is present at Board meetings as described in Article 6.4

## **8 Article VIII: Financial Management**

### **8.1 Management of Funds**

Club members will use reasonable judgment and care to ensure that funds are expended solely to achieve the Club's purpose, goals and objectives. Also, that records are maintained in a proper fashion as to withstand any public or private review.

### **8.2 Financial Responsibility**

The Treasurer shall have the responsibility of managing and reporting on the financial affairs of the Club.

### **8.3 Deposits and Disbursements of Funds**

- 8.3.1 All funds shall be deposited from time to time to the credits of ECUSCI in such banks, trust companies, or other depositories as the Board may select. All funds of the Club shall be deposited with a financial institution approved by a majority of the Board of Directors.
- 8.3.2 All disbursements shall be made by cash with a receipt obtained, or by check signed by the Treasurer, President, or agent of the Club who has been granted such responsibility by the Board. All invoices/receipts shall be retained by the Treasurer as a part of the records of the Club. There may be instances when no receipt is obtained (ex. payment to referees) in which case the responsible person shall submit a personal voucher to the Treasurer for Club records.
- 8.3.3 The Board of Directors shall not permit the disbursement of Club funds for other than the purpose of Club activities.
- 8.3.4 Stipends of other forms of compensation from the Club for expenses incurred on behalf of the Club must be approved by the majority of the Board of Directors.

### **8.4 Contributions**

The Board may accept, on behalf of the Club, any contributions, gifts, bequests, or devices, which achieve the Club's purpose, goals, and objectives.



### **8.5 Accounting Period**

The fiscal year of the Club shall be from August 1 through July 31.

### **8.6 Audit or Review**

The Board shall request the financial records of the Club be audited by a CPA or an accountant at such times as it may deem appropriate.

### **8.7 Club Dissolution**

Should the Club disband, all monies, after all bills and other obligations have been paid, will be donated to other volunteer soccer programs specifically for soccer field development in the Eau Claire area.

### **8.8 Event Budget Proposals**

Prior to the authorization of any ECU event for which there is a fee to attend and expense to ECU there needs to be a Budget Proposal done and presented to the board for approval. The Board approval would require a majority vote.

## **9 Article IX: Contracts**

The Board may authorize, by motion, any officer or agent of the Club, in addition to the Directors, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific instances.

## **10 Article X: Legal Recourse**

No legal action may be instituted by any member, parent/guardian, player, coach, referee, Board member, or contributing member unless and until all avenues of recourse have been exhausted within the organization, MYSA, WYSA, USYSA and/or USSF.

## **11 Article XI: Amendments to the By-Laws**

The voting members have the right to change the By-Laws as necessary to achieve the Club's purpose, goals, and objectives.

### **11.1 Amendment Notification**

The secretary shall notify each member, in writing (or make available in the newspaper), or make available at a public place for review the amendments as well as the time, place and date of the meeting at which amendments are to be adopted.

### **11.2 Ratification**

It shall take a 2/3 affirmative vote of the Participating Members in attendance at a regularly scheduled meeting.

### **11.3 Effective Date of Amendment**

Amendments shall become a part of these By-Laws immediately upon their adoption.

## 12 **Article XII: Committees**

To accomplish the Club's objectives and purposes it may be necessary to establish various committees.

### **12.1 Committee Guidelines**

- 12.1.1 The Board of Directors may establish other committees (Standing or Special) setting regulations, as it deems advisable with respect to the membership and procedures for these committees.
- 12.1.2 All committees shall render reports on their activities to the Board.
- 12.1.3 Unless otherwise provided for in the resolutions designating a committee, a majority of the whole committee shall constitute a quorum, and a majority vote of the members of the committee present at a meeting shall be sufficient to take any action.

### **12.2 Standing Committees**

The following shall be listed as Standing Committees and provide updates at board meetings as necessary or requested by the board.

- 12.2.1 Nominating Committee
- 12.2.2 Tryout Committee
- 12.2.3
- 12.2.4 12.2.3 Team Formation Committee
- 12.2.5
- 12.2.6 12.2.4 Coach Director Committee
- 12.2.7
- 12.2.8 12.2.5 Tournament Committee
- 12.2.9
- 12.2.10 12.2.6 Marketing Committee
- 12.2.11
- 12.2.12 12.2.7 ECU Scholarship Committee

### **12.3 Committees Authority**

The power and duties of all Standing and Special Committees shall be set by the Board of Directors.

### **12.4 Special Committee Disbanding**

Special Committees shall be disbanded when the activities for which they were formed are complete.