

**BYLAWS OF  
BAYSHORE SOCCER CLUB OF MARYLAND, INC.  
(As amended and effective on 5/24/07)**

**ARTICLE I – NAME, LOGO, EMBLEM, COLORS**

The name of this organization shall be Bayshore Soccer Club of Maryland, Incorporated, hereinafter referred to in these Bylaws as the Club. The Club may do business as Bayshore Soccer Club of Maryland, Inc., or within Maryland as the Bayshore Soccer Club, or BSC.

The Club's official colors, logo, and official emblem (patch) shall be established by three fifths vote of the Board of Directors and shall remain in force unless and until they are changed by three fifths vote of the Board, or by two thirds of the membership eligible to vote and voting, if the Board at its sole discretion puts the question of a change in the colors, or logo, or official emblem (patch) to membership for a vote.

The Club's official colors shall be royal blue, white and black.

**ARTICLE II --PURPOSE, STATUS, AFFILIATIONS, DOMICILE**

**SECTION 1 PURPOSE**

The purposes for which this Corporation is organized are:

- 1) To promote soccer as a sport;
- 2) To organize and train single sex age appropriate amateur youth travel soccer teams;
- 3) To provide training for players and coaches in the sport of soccer;
- 4) To promote cooperation among soccer organizations in the Club's service area;
- 5) To accept donations to reduce the players' cost to participate in the Club's activities;
- 6) To conduct other educational or charitable activities related to youth soccer.
- 7) To be the successor to the Kent Island Select Soccer Club (KISSC), and to assume responsibility for the programs offered by, and the teams sponsored by KISSC, and to assume control of and responsibility for the assets, accounts, debts, contracts, permits, and obligations of KISSC.

This Corporation is organized exclusively for charitable and educational purposes, including for such purposes the making of distributions to organizations that qualify as tax exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**SECTION 2 AFFILIATIONS**

The Club shall apply for and maintain an affiliation with Maryland State Youth Soccer Association (MSYSA), the officially sanctioned governing organization for youth soccer in the State of Maryland, and its successor(s). The Club shall abide by and comply with the rules, policies and regulations of MSYSA, U.S Youth Soccer, and the US Soccer Federation (US Soccer). The Club shall

register its players, coaches, managers, and teams at least annually with MSYSA and shall pay the appropriate fees to MSYSA.

### SECTION 3 STATUS

Bayshore Soccer Club of Maryland Inc. shall be chartered as a non-stock corporation in the state of Maryland, and shall operate as a non-profit corporation exempt from federal income tax in compliance with Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### SECTION 4 DOMICILE

The Club's domicile shall be Queen Anne's County in the state of Maryland.

The Club's address of record shall be:

Bay Shore Soccer Club of Maryland, Inc.  
P.O. Box 881  
Stevensville, Maryland 21666.

## **ARTICLE III -- MEMBERSHIP**

### SECTION 1 MEMBERS

Members of the Club are players, parents, coaches, managers, officers and directors who apply for membership, agree to comply with the Club's Bylaws and Code of Conduct for their status (e.g. player, parent, coach, manager, etc.), and with the Club's policies, and who are approved for membership by the Club's Board of Directors.

### SECTION 2 GOOD STANDING

In order to participate in the Club's activities and affairs in any capacity, all members must remain in good standing by timely payment of all fees and dues and by compliance with these Bylaws, Code of Conduct, and other Club policies. In order to increase opportunities for participation in Club activities the Board may, at its sole discretion and on a case by case basis, consider factors such as need, ability to pay, contributions to the Club, and other circumstances. After considering such factors, the Board may, at its sole discretion and on a case by case basis, waive payment of certain fees, or make other arrangements regarding the payment of certain fees. A member's good standing shall not be affected by a waiver of fee(s) approved by the Board. A member's good standing shall not be affected by an arrangement regarding payment of fee(s), as long as the member complies with the terms of that arrangement.

### SECTION 3 SUSPENSION OR REVOCATION OF MEMBERSHIP

Membership may be suspended or revoked by the Board for violation of the club's Bylaws, policies, codes of conduct, or failure to maintain good standing, or charges filed or conviction of a felony or misdemeanor involving a minor, or any act of a serious nature that is contrary to the Club's purposes, or contrary to the best interests of the Club and its membership, as determined by the Board. A declaration of loss of Good Standing, Suspension of Membership, or Revocation of Membership shall be approved by a three fifths vote of the Board, or, at the sole discretion of the Board, by a two

thirds vote of the Club's members who are eligible to vote and vote, if the question is put to the membership for a vote at the Board's sole discretion. The Club shall not refund any fee(s) paid by a member whose membership is revoked.

#### SECTION 4 MEMBERSHIP SURVEYS

The membership shall be surveyed regularly to obtain their opinions about the operation of the club, the training the players receive, the coaching of their player's team, and general comments about the club and how to improve it. The survey forms shall be drafted by the Director of Player Development and approved by the Board.

The survey form shall be designed to assure anonymity of the responses. An area for write-in comments shall also be provided. The survey forms shall be made available and collected by the Director of Player Development at Coerver practices, and on the Club's web site if practical, during the last month of each season.

After the last game of the season, the Director of Player Development shall compile a report summarizing the survey results and shall distribute this report to the Board, coaches and managers, and by email to the membership.

#### SECTION 5 MEMBER COMPLAINT PROCEDURES

When a member in good standing has a complaint about an Officer, Director, or another member, the Club encourages the member to first make their complaint known to the person that is the subject of the complaint. (Note: Procedures for a complaint about a coach or manager are found in Article VIII Section 5).

If this is not practical in the member's opinion, or it does not resolve the complaint to the member's satisfaction, then the member may file a written complaint with the Club's Vice President, or if the complaint concerns the Vice President, with the President, and it will be considered by the Board. The written complaint should contain a brief summary of the problem, any evidence related to the complaint, and a statement of the action being requested of the Board.

The complaint shall be forwarded by the Vice President, or if the complaint concerns the Vice President, by the President, to the Board and shall be placed on the agenda of the next regular Board meeting. After the Board meets and considers the complaint, the Vice President, or if the complaint concerns the Vice President, the President, shall within ten (10) days send by mail or email a written response summarizing the findings and action taken by the Board to the person making the complaint.

If the member is still not satisfied with the Board's findings and action taken, the member may file a complaint with the Maryland Youth Soccer Association (MSYSA) at:

MSYSA  
303 Najoles Road, Suite 109  
Millersville, MD 21108  
Phone = 410-987-7898 web site = [www.msya.org](http://www.msya.org)

## **ARTICLE IV -- BOARD OF DIRECTORS AND OFFICERS**

### **SECTION 1 BOARD OF DIRECTORS AND OFFICERS**

A. The Board of Directors, hereinafter referred to as the Board, is the Club's governing body. It shall be composed of five members who also serve as the Club's Officers: The President, Vice President, Secretary, Treasurer, and the Director of Player Development.

B. The number of Directors and Officers may be increased or decreased pursuant to the provisions in these Bylaws for amending the Bylaws, provided the number of Directors shall always be an odd number and shall never be less than the minimum number permitted by the laws of Maryland for a non-stock non-profit corporation.

C. The Directors and Officers collectively acting as the Club's Board are responsible for setting policy, and are responsible for operating the Club, representing the Club to other organizations, and for ensuring the Club is operating in compliance with these Bylaws.

### **SECTION 2 LIABILITY**

A. The members, Directors and Officers of the Club shall not be liable for its corporate debts, liabilities, or judgments against the Club. The private property of the members, directors and officers of the Club shall not be pledged in behalf of the Club, and shall not be available to satisfy liabilities or debts or judgments or monetary or other damages assessed or awarded against the Club, or ordered to be paid by the Club.

B. The purpose of the limitations in this Article is to limit liability for the Club's members, Directors and Officers to the maximum extent that the liability of members or Directors or Officers of Maryland corporations can be limited under Maryland law. These limitations on liability shall apply to events occurring during the time a person is a member of the Club, or serves as a Director or Officer of the Club, whether or not such person is a member, or serves as a Director or Officer, at the time a claim is initiated against the Club, its Officer(s), Director(s) or member(s), or an award is made or a judgment is entered against the Club.

C. To the maximum extent permitted for similar corporations by Maryland law, the Club shall indemnify its currently acting and its former Directors and Officers against any and all liabilities and pay reasonable expenses of any kind or nature for their defense against liability and other claims incurred in connection with their services in such capacities, and shall indemnify its currently acting and its former Directors or Officers to the full extent that indemnification shall be provided to Directors and Officers, and shall indemnify to the same extent persons who serve and have served, at its request as a Director, Officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise.

D. The Club shall provide its Directors and Officers with liability insurance, and shall pay reasonable expenses of any kind or nature for defense against liability and other claims related to their service as its Directors or Officers and may do so for other persons referred to in the paragraph above to the extent permitted by Maryland law. The Board of Directors may make further provisions for the indemnification of the Club's Directors, Officers, employees and agents to the extent permitted by Maryland law.

E. References to Maryland law shall include the Maryland General Corporation Law as from time to time amended. Neither the repeal or amendment of this Article, nor any other amendment to these Bylaws, shall eliminate or reduce the protection provided to any person by the foregoing provisions of this Article with respect to any act or omission which shall have occurred prior to such repeal or amendment.

### SECTION 3 ELIGIBILITY TO SERVE AS DIRECTOR OR OFFICER

Directors and Officers shall be members in good standing at the time of their election or appointment to the Board and must remain members in good standing during their term of office. Directors and Officers shall be at least twenty one years of age. Candidates for Director or Officer may be nominated by the Board or by any member in good standing, shall agree in writing to serve a full term of office if elected, and shall successfully complete a background check including criminal and driving records.

### SECTION 4 DUTIES OF OFFICERS

The specific duties of the Club's Officers shall be as follows:

A. The President shall preside at Board meetings and membership meetings, shall assign tasks consistent with the duties described in these Bylaws for the other Officers, and shall be the primary spokesman for the Club to the membership, public, media and other organizations. The President shall designate an officer other than the Treasurer to pick up the Club's mail from the post office.

B. The Vice President shall act in the absence of the President with the same authority, and shall perform other duties assigned by the President that are not assigned in these Bylaws to other Directors and Officers.

C. The Secretary shall keep the official records of the Club, including minutes of all meetings. The Secretary shall oversee production of the club's communications both internal and external. All Club communications shall be subject to the advance notice to and approval of the President, or in his/her absence, the Vice President, before release to the membership, public or other entities.

D. The Treasurer shall receive, disburse, and account for all funds of the Club and shall produce the Club's financial reports. All funds of the Club shall be kept in federally insured account(s) at a national or state bank or other financial institution approved by a three fifths majority of the Board. The Treasurer shall produce a report to the Board at least once each calendar quarter providing the details of the Club's revenues and expenses, debt, account balances, and other financial information requested by the President or the Board. The Treasurer shall prepare an annual report to the membership summarizing the Club's financial condition.

E. The Director of Player Development shall develop and supervise the implementation of Club's training and conditioning programs, curriculums, clinics, licensing and certification courses, summer camps, and winter and summer programs. The Director of Player Development shall advise the Club's coaches regarding appropriate training for each team, and shall provide information for posting on the Player Development page of the Club's web site.

**SECTION 5 TERMS OF OFFICE FOR THE BOARD OF DIRECTORS AND OFFICERS**

A. For the purpose of providing stability and continuity of leadership, the Club's Directors and Officers shall normally serve staggered terms of office. These staggered terms shall become effective with the first regular election, to be held at least sixty (60) days after the first Notice of Election is posted on the web site and emailed to the membership. Before this first regular election, the Chairman of the Nominating Committee appointed by the Board shall contact club members concerning their willingness to serve as Officers and Directors, and shall verify they are qualified to serve the following first regular terms of office:

President	-- one year term
Vice President	-- two year term
Secretary	-- one year term
Treasurer	-- two year term
Director of Player Development	-- one year term

B. The President, Secretary, and Director of Player Development shall normally be elected in even years. The President, Secretary, and Director of Player Development in office when these Bylaws are created shall serve brief interim terms that shall not count as terms for term limit purposes, beginning on the effective date of these Bylaws and ending on the date the ballots are counted in the Club's first regular election.

C. The Vice President and Treasurer shall normally be elected in odd years. The Vice President and Treasurer in office when these Bylaws are created shall serve brief interim terms that shall not count as terms for term limit purposes, beginning on the effective date of these Bylaws and ending on the date the ballots are counted in the Club's first regular election.

**SECTION 6 FILLING VACANCIES WITH A PARTIAL TERM REMAINING**

If a Director or Officer resigns or is unable to complete a full term for any reason, a successor shall be elected to serve the remainder of that officer's term by a majority vote of the Board at the next regular or special Board meeting after the Board becomes aware of that a vacancy has occurred.

**ARTICLE V – ELIGIBILITY, NOMINATIONS & ELECTIONS**

**SECTION 1 ELIGIBILITY TO VOTE IN ELECTIONS**

For purpose of voting in this Club, a family is defined as a household headed by an adult member age eighteen or older who is a member in good standing. One adult at least eighteen years of age in each family may vote in elections and on other questions put to the membership for a vote by the Board. Each family shall designate to the Club one member who is at least eighteen years of age and a member in good standing to vote on the family's behalf in any election and other question put to the membership for a vote by the Board.

**SECTION 2 ELECTRONIC NOTICES AND VOTING**

A. All Officers shall be elected by the members in good standing using electronic means approved by the Board and made available through the Club's web site, or if such electronic means is

not available, by a secret mail-in ballot using postage paid return envelopes.

C. A List of Candidates, consisting of all candidates who are members in good standing, who have been nominated by the Board or by members in good standing, who are willing to serve a full term if elected, and who have authorized a background check, shall be posted by the Secretary at the top of the Headlines section on the Home Page of the Club's web site for at least fourteen (14) days prior to any election, and shall be sent by the Club's Secretary to all members in good standing for which the Club has an email address in its data base at least fourteen (14) days prior to any election.

### SECTION 3 NOMINATIONS

Candidates may be nominated by a majority vote of the Board or by any member in good standing. Two forms must be must be signed by the candidate and submitted to the Chairman of the Nominating Committee at least seven (7) days before the List of Candidates is posted:

- 1) Statement of Willingness to Serve a Full Term;
- 2) Authorization for Background Check including criminal and driving records.

## **ARTICLE VI -- REMOVAL OF DIRECTORS, OFFICERS, MEMBERS**

### SECTION 1 REMOVAL FOR FAILURE TO ATTEND MEETINGS

Any Director or Officer who fails to attend three consecutive Board meetings without good cause as determined at the sole discretion of the Board, or whose failure to attend Board meetings causes a quorum to not be established at three meetings without good cause as determined at the sole discretion of the Board, may have his service as a Director or Officer terminated by a three fifths vote of the Board or by a two thirds vote of the members voting if the question of continued service as a Director or Officer is put to the membership for a vote at the sole discretion of the Board.

### SECTION 2 SUSPENSION, REVOCATION OR REMOVAL FOR CHARGES & CONVICTIONS

A. Any member of the Club who is charged by a police department, state's attorney, magistrate, or the equivalent, with a felony of any kind, or a misdemeanor involving a minor, or driving offense may have his/her membership in the Club suspended from the filing date of the charge(s) until final resolution of the charge(s), and may be suspended from all Club positions of responsibility (e.g. Director, Officer, coach, manager, trainer, committee member, etc.) effective the filing date of the charge(s) until final resolution of the charge(s), at the sole discretion of the Board.

B. Any member of the Club who is convicted in a court of law for a felony of any kind, for a misdemeanor involving a minor, or for a driving offense, may have his/her membership in the Club revoked and may be removed from all Club positions (Director, Officer, coach, manager, trainer, committee member, team parent, etc.) effective the date of the conviction, at the sole discretion of the Board.

### SECTION 3 REMOVAL OF A DIRECTOR OR OFFICER BY MEMBERSHIP PETITION

A. Any Director or Officer may be removed from office by valid petition from the membership followed by a two-thirds vote of the members voting on the question of removal from office. To cause

a ballot to remove a Director or Officer, a written petition must be presented to the Board requesting a removal ballot be taken, with the printed names and signatures of at least thirty percent (30%) of the members in good standing who are eligible to vote. Prior to initiating such a ballot process, the Secretary shall make a reasonable effort to contact all members whose names and signatures appear on the petition by email to verify the validity of their signatures.

B. Alternatively, a membership vote on the removal of a Director or Officer may be taken if the Board approves, by a three fifths majority, sending the question to the membership.

1. Removal of a Director or Officer shall be accomplished by the electronic means and process described in Article V for putting Questions to the Membership for a vote.

2. A Notice of Ballot to Remove a Director or Officer shall be sent by the Secretary, or by the President if the Secretary is the subject of the ballot, to all members in good standing for which the Club has an email address in its data base, at least fourteen (14) days prior to the beginning of voting. The Notice shall describe in plain language which Officer(s) are subject to removal, how to cast a ballot, and the deadline for voting.

3. The Director(s) or Officer(s) for whom a Ballot to Remove a Director or Officer has been taken shall be removed from office immediately if two thirds of the members eligible to vote and voting cast ballots in the affirmative for removing the Director or Officer. The Board shall appoint a successor to fill the remainder of the unexpired term at its next special or regular Board meeting.

## **ARTICLE VII -- MEETINGS**

### **SECTION 1 MEMBERSHIP MEETINGS**

Meetings of the membership shall be held at least once each calendar year. A Notice of Membership Meeting shall be posted by the Secretary at the top of the Headlines section on the Home Page of the Club's web site for at least thirty (30) days prior to any such meeting, and shall be emailed by the Secretary at least thirty (30) days prior to the meeting to all members in good standing for which the club has a valid email address in its data base.

### **SECTION 2 BOARD MEETINGS**

A. Board meetings shall be held at least every other calendar month except December. The meeting normally held in the month of July shall include the presentation by the President and Treasurer of the budget for the following year.

B. The President, or Vice President if acting for the President in his/her absence, shall notify all Directors and Officers by email of the proposed meeting date, time and location, at least ten days before any regular Board meeting, or at least five days before any special Board meeting,.

C. The Notice of Board Meeting shall include a list of agenda items, and shall include a request for additional agenda items from other Directors and Officers. The final agenda shall be sent to all members of the Board by email at least two days before any Board meeting.

D. Additional agenda items may be added at the opening of any Board meeting by majority vote of the Board.

E. All portions of all Board meetings shall be open to any member in good standing unless a motion to go into executive session for discussion of a specific agenda item is passed by a three fifths majority of the Board.

F. If requested during a Board meeting by two or more members of the Board, Robert's Rules of Order shall be used by the presiding Officer to conduct the remainder of that Board meeting.

### SECTION 3 QUORUM

A quorum of three Directors is required at all Board meetings to conduct the Club's business. A quorum consisting of a majority of Committee members is required at all Committee meetings.

### SECTION 4 REPORTS TO THE MEMBERSHIP

A. Once each year, not later than September 15, the Board of Directors shall issue an Annual Report to the Membership.

B. The Annual Report to the Membership shall be emailed to all members in good standing with an email address in the Club's data base, and may be made available on the Club's web site at the Board's sole discretion.

C. The Annual Report to the Membership shall include a brief summary of the Club's progress, financial condition, programs, plans for the future, and a list of all Officers, Committee members, coaches and managers. Each Officer may include his/her comments in the Annual Report to the Membership, and these comments shall appear in the order in which the Officers appear in Article IV, Section 4, Duties of Officers in these Bylaws.

## ARTICLE VIII – COACHES AND MANAGERS

### SECTION 1 APPOINTMENT OF COACHES AND MANAGERS

A. For purposes of these Bylaws the terms Coach or Manager includes Head Coaches, Assistant Coaches, Trainers, Professional Coaches, and Consulting Coaches.

B. Coaches and Managers may be appointed to assist the Directors and Officers with the Club's affairs at the sole discretion of the Board. All Coaches and Managers shall be approved by the Board. Coaches and Managers do not have terms of office and serve at the pleasure of the Board. A Coach or Manager may be removed at any time by majority vote of the Board, and shall be notified immediately of his/her removal by the President.

C. Applicants to serve as a Coach or Manager must agree to comply with the appropriate Club Code of Conduct by signing it, and must grant permission for the Club to conduct a background check including driving and criminal records.

## SECTION 2 LICENSE AND CERTIFICATION REQUIREMENTS FOR COACHES

A. All Head Coaches shall obtain at least an E License within six (6) months of being listed on the roster of a team sponsored by this Club, and shall comply with the appropriate licensing and continuing education requirements of MSYSA and this Club, and shall submit proof of compliance to the director of Player Development in a timely manner. The Club shall pay course registration fees, and may pay related expenses approved in advance by the Board, at the sole discretion of the Board.

B. All Assistant Coaches shall obtain at least an E License within one year of being listed on the roster of a team sponsored by this Club, and shall comply with the appropriate licensing and continuing education requirements of MSYSA and this Club, and shall submit proof of compliance to the director of Player Development in a timely manner. The Club shall pay course registration fees, and may pay related expenses approved in advance by the Board, at the sole discretion of the Board.

C. All Head Coaches and Assistant Coaches and Managers shall complete a Positive Coaching Alliance (PCA) Certification course for coaches within six (6) months of being listed on a Club roster, and shall submit proof of compliance to the director of Player Development in a timely manner. The Club shall pay course registration fees, and may pay related expenses approved in advance by the Board, at the sole discretion of the Board.

D. All Head Coaches, Assistant Coaches, and Managers shall complete a Red Cross Sports Injury Certification and CPR Certification within one (1) year of being listed on a Club roster, and shall submit proof of compliance to the director of Player Development in a timely manner. The Club shall pay course registration fees, and may pay related expenses approved in advance by the Board, at the sole discretion of the Board.

## SECTION 3 BACKGROUND CHECKS

A. All Directors, Officers, Head Coaches, Assistant Coaches, and Managers, and all persons applying for these positions of responsibility in the Club, are required to grant the Club permission for a background check including criminal and driving records. Completion of a background check is required before a Head Coach, Assistant Coach, or Manager can be considered by the Board for approval, and is required before a person can be listed on the roster of a team sponsored by this Club. The Club shall pay all costs associated with such background checks.

B. Completion of a background check is required of all Directors, Officers, Head Coaches, Assistant Coaches, and Managers at least annually. The Club shall pay all costs associated with such background checks.

C. At the Board's sole discretion, a Director, Officer, Head Coach, Assistant Coach, or Manager may be asked to consent to an additional background check at any time. The Club shall pay all costs associated with such background checks.

D. Persons not already serving as Director, Officer, Head Coach, Assistant Coach, or Manager, who refuse to grant permission for a background check including criminal and driving records shall not be considered for these positions of responsibility.

E. Persons already serving as a Director, Officer, Head Coach, Assistant Coach, or Manager, who refuse to grant permission for a background check including criminal and driving records, shall

immediately be suspended from any and all of these positions of responsibility until such time as they grant permission for, and successfully complete, such a background check.

#### SECTION 4 CONTINUING EDUCATION REQUIREMENTS

All Head Coaches and Assistant Coaches in this Club are required to complete at least six (6) hours each calendar year of continuing education in coaching by attending a course recommended by the Director of Player Development and approved by the Board, and shall submit proof of compliance to the director of Player Development in a timely manner. Red Cross courses to obtain or maintain a Sports Injury Certification or a CPR Certification do not fulfill this continuing education requirement. The Club shall pay course registration fees and may pay related expenses approved in advance by the Board, at the sole discretion of the Board.

#### SECTION 5 COMPLAINTS AGAINST A COACH OR MANAGER

When a member in good standing has a complaint about a coach or manager, the club encourages the member to first make their complaint known to the person that is the subject of the complaint. (Note: Procedures for a complaint about an Officer, Director, or another member are found in Article III Section 5.)

If this is not practical in the member's opinion, or it does not resolve the complaint to the member's satisfaction, then the member may file a written complaint with the Club's Director of Player Development because he/she is the Club official most directly involved with coaching and training matters, and it will be considered by the Board. If the complaint concerns the Director of Player Development, the member may file a written complaint with the Vice President, and it will be considered by the Board. The written complaint should contain a brief summary of the problem, any evidence related to the complaint, and a statement of the action being requested of the Board.

The complaint shall be forwarded to the Board by the Director of Player Development, or if the complaint concerns the Director of Player Development, by the Vice President, to the Board and shall be placed on the agenda of the next regular Board meeting. After the Board meets and considers the complaint, Director of Player Development, or if the complaint concerns the Director of Player Development, the Vice President, shall within ten (10) days send a written response by mail or email summarizing the findings and action taken by the Board to the person making the complaint,

If the member is still not satisfied with the Board's findings and action taken, the member may file a complaint with the Maryland Youth Soccer Association (MSYSA) at:

MSYSA  
303 Najoles Road, Suite 109  
Millersville, MD 21108  
Phone = 410-987-7898 web site = [www.msysa.org](http://www.msysa.org)

## **ARTICLE IX – TEAMS**

### **SECTION 1 FORMATION OF TEAMS AND TWO SEASON COMMITMENT**

The Club's primary objective in the formation of teams shall be to form single sex, age appropriate teams. In order to provide continuity on the roster of teams, players who are offered positions after tryouts and their parents shall be required to sign a commitment to play two seasons, Fall and Spring, as a prerequisite to the player's placement on a team roster. All players shall be encouraged to play Futsal or indoor soccer during the winter, to participate in Club provided summer training, and to attend summer camps recommended by the Club. All players and their parents shall be required to sign and comply with the appropriate Club Code of Conduct.

### **SECTION 2 ANNUAL TRY OUTS**

A. Tryouts shall be held for all Club teams in June of each year to evaluate and select players for the rosters of all teams sponsored by the Club.

B. These tryouts shall be widely publicized throughout the Club's service area and shall be announced on the Home page of the Club's web site.

C. Tryouts shall be conducted by the Director of Player Development and Club coaches. A standard Player Evaluation Form and procedures recommended by the Director of Player Development and approved by the Board shall be used at tryouts.

### **SECTION 3 TRY OUTS AT PRACTICES**

After rosters have been finalized, a coach with positions open on his/her team's roster may invite a player or players to a maximum of three practices to evaluate the player(s). After three practices, the player may be offered a position on the team's roster by the head coach at the coach's sole discretion. Players who are not offered a position on the team's roster, or who decline the offer of a position, are prohibited from further participation in any Club practice or other Club sponsored activity until tryouts for the following year.

## **ARTICLE X – COMMITTEES**

### **SECTION 1 COMMITTEES**

Committees may be appointed by the Board at its sole discretion to assist the Directors and Officers in the operation of the Club. Members of committees shall be nominated and approved by majority vote of the Board. Members of committees do not have terms of office, serve at the pleasure of the Board, and may be removed at any time by majority vote of the Board. A member of a committee who is removed by the Board shall be notified immediately of his/her removal by the President.

### **SECTION 2 ACTIVE PERIOD FOR COMMITTEES**

All committees except Standing Committees shall be active for a period of one year or less, as specified in the motion creating the committee. The active period specified for a committee may be

extended at the end of the active period for a period of one year or less by a majority vote of the Board. If the active period is not extended by the Board, the committee shall cease to exist.

### SECTION 3 STANDING COMMITTEES

A. Standing Committees with indefinite active periods are created by and listed in these Bylaws, and thereafter may be appointed by the Board at its sole discretion, to assist the Directors and Officers in the operation of the Club. Standing Committees may be created by a three fifths majority vote of the Board.

B. Members of Standing Committees shall be nominated and approved by majority vote of the Board. Members of Standing Committees do not have terms of office, serve at the pleasure of the Board, and may be removed at any time by majority vote of the Board. A member of a Standing Committee who is removed by the Board shall be notified immediately of his/her removal by the President.

C. The Standing Committees created by these Bylaws are the:

- 1) Registration Committee
- 2) Field Coordinator
- 3) North Area Coordinator (Chestertown, Kent County)
- 4) Central Area Coordinator (Centreville, Queen Anne's County except Kent Island, Grasonville, Queenstown)
- 5) West Area Coordinator (Kent Island, Grasonville, Queenstown, Annapolis Area)
- 6) East Area Coordinator (Denton, Caroline County)
- 7) South Central Area Coordinator (Easton, St. Michaels, Talbot County)
- 8) South East Area Coordinator (Cambridge, Dorchester County, Wicomico County)

### SECTION 4 COMMITTEE CHAIRMAN

The Chairman of a committee shall be approved by a three fifths majority of the Board. The Chairman shall schedule and preside over committee meetings, shall represent the committee at Board and membership meetings, shall assign and coordinate tasks within the committee, shall be responsible for the conduct of the committee's affairs, and shall be responsible for all reports the committee makes. All reports issued by a committee shall be presented to the Board. Further distribution of a committee report is at the sole discretion of the Board. Any member of a committee may request to address the Board at a regular or special Board meeting.

### SECTION 5 CONDUCT OF COMMITTEE MEETINGS

If a majority of committee members present at any committee meeting request the use of Robert's Rules of Order, the remainder of a committee meeting shall be conducted by the Chairman using Robert's Rules of Order. Any member of a committee may submit agenda items to the Chairman for consideration by the entire committee. The Chairman shall establish the order that items appear on the agenda.

### SECTION 6 COMMITTEE RESPONSIBILITIES & REPORTS

Each committee Chairman shall seek the advice of the President, or his/her designee, in the conduct of the committee's affairs, shall keep the President informed of the committee's activities, and

shall make regular reports to the Board, and special reports if requested by the President or any member of the Board.

#### SECTION 7 DISPUTE RESOLUTION

If a dispute occurs within a committee or between a committee and a Director or Officer that cannot be resolved by the President, then the Chairman or any other member of that Committee may present the dispute to the Board as an agenda item at the Board's next regular or special meeting.

### **ARTICLE XI --VOTING**

#### SECTION 1 BOARD VOTING

Each Director or Officer other than the President shall have one vote on issues before the Board. The President shall vote if necessary to break a tie, and may also vote when these Bylaws specify that a three fifths majority vote of the Board is required for approval.

#### SECTION 2 MEMBERSHIP VOTING

One adult (age eighteen or older) in each family unit who is a member in good standing shall be permitted to vote. A family unit is defined as a household headed by an adult member in good standing of this Club who has legal custody of a player or players listed on the roster of a team sponsored by the Club. In cases where two adult members share legal custody of a player or players, only one adult shall be allowed to vote. At registration each year, each family unit(s) shall designate one adult member to vote. If adults sharing legal custody of a player or players do not agree on who will vote, or do not designate who will vote, or designate more than one adult to vote, the Secretary shall designate who shall vote and shall notify the family unit by email of his/her decision.

#### SECTION 3 COMMITTEE VOTING

Each committee member shall have one vote on issues before the committee except the Chairman of a committee shall only vote if necessary to break a tie.

### **ARTICLE XII – FINANCIAL PROCEDURES AND REPORTS**

#### SECTION 1 FISCAL YEAR

The Club's fiscal year shall be the twelve month period from July 1 until June 30.

#### SECTION 2 SIGNING FINANCIAL INSTRUMENTS, CONTRACTS, & OBLIGATIONS

A. All financial instruments, including but not limited to checks, drafts, money orders, contracts, etc. that obligate the Club to pay less than Two Thousand Dollars (\$2,000) in Club funds to any person or entity shall be signed by two officers, or by one officer and one member designated by the President and approved by the Board for this purpose.

B. Payments greater than or equal to Two Thousand Dollars must be approved in advance by majority vote of the Board and the instrument or contract must be signed by two Officers.

C. Normally, if both are available, the Officers signing a financial instrument or contract for the Club will be the President and the Treasurer. If the President is not available, the Vice President shall sign in his behalf. If the President and Treasurer and Vice President are not available, the Secretary or Director of Player Development and one member designated by the President and approved by the Board for this purpose may sign a financial instrument or contract for the Club.

### SECTION 3 PROHIBITION AGAINST CONFLICTS OF INTEREST

A. Directors and Officers shall avoid conflicts of interest, real or apparent.

B. If a Director or Officer, or relative of a Director or Officer, or entity in which a Director or Officer has an economic interest, is due to receive a payment from the Club, that Director or Officer shall not sign any financial instrument, check, draft, money order, contract, or other document or instrument authorizing payment of Club funds or obligating the Club to pay funds to that Director, Officer, relative, or entity.

C. If a Director or Officer, or relative of a Director or Officer, or entity in which a Director or Officer has an economic interest, will benefit from a contract with the Club or other obligation of the Club, that Director or Officer shall not sign any financial instrument, contract, or other document or obligation authorizing payment of Club funds or obligating the Club in any way to pay funds or provide anything of value of any kind to that Director, Officer, relative, or entity.

### SECTION 4 FINANCIAL REPORTS

The Treasurer shall make a report to the Board at the end of each calendar quarter. This report shall summarize the Club's accounts and balances, expenses and revenues, performance compared to the budget, and other matters of interest to the Board. The Treasurer shall prepare an annual report to the membership summarizing the Club's financial condition. The Treasurer's Report to the membership shall be included in the Annual Report to the Membership and shall be sent to the membership by email.

## ARTICLE XIII – AMENDMENTS

These bylaws may be amended by a three fifths vote of the Board or by two thirds vote of the members eligible to vote and voting, if the question is put to the membership for a vote by the Board. Before any such vote by the Board or Membership, a Notice of Proposed Amendment to the Club's Bylaws containing the complete text of the amendment in plain language shall be posted by the Secretary at the top of the Headlines section on the Home Page of the Club's web site for at least thirty (30) days prior to the beginning of voting. The same Notice of Proposed Amendment to the Club's Bylaws shall also be sent by the Secretary to all members in good standing for which the club has an email address in its data base at least thirty (30) days prior to the beginning of voting.

**ARTICLE XIV -- ROBERTS RULES OF ORDER**

The rules contained in the most recent edition of Roberts Rules of Order shall govern in all cases in which they are applicable and do not conflict with these Bylaws.

**ARTICLE XV -- DISSOLUTION OF THE CLUB**

A. No person shall possess any property right in or to the property or assets of the Club.

B. Upon dissolution of this Club, all assets remaining after payment of any outstanding liabilities shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the 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 similar to those of the Club.

C. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Club is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for purposes similar to those of the Club.

**ARTICLE XVI -- SEVERABILITY**

If any portion of these Bylaws is found by a Court of Competent Jurisdiction to be invalid, all other portions shall remain in effect.

===== **Article XVII Effective Date & signatures on Next Page** =====

## **ARTICLE XVII -- EFFECTIVE DATE AND SIGNATURES**

The undersigned interim Directors and Officers approved these Bylaws and the Bylaws shall be effective on the 20<sup>th</sup> day of March, 2007.

President: Todd Clark

Vice President: Lee Granger

Secretary: Brian Mayhew

**BAYSHORE SOCCER CLUB COACHES CODE OF CONDUCT**  
**(3/20/07)**

I hereby pledge to provide positive support, care, and encouragement for all children participating in youth sports by following this Coaches' Code of Ethics:

1. I will encourage good sportsmanship from players, fellow coaches, officials and parents at every game and practice by demonstrating good sportsmanship.
2. I will always make the safety, and emotional and physical well being of my players my first priority, and will make sure my players' safety and well being comes before the desire to win.
3. I will treat each player as an individual, remembering the large range of emotional and physical development for the same age group.
4. I will do my best to provide a safe playing situation for my players. I will check player equipment and fields.
5. I will never argue with or complain about a referee's calls or decision.
6. I will do my best to organize practices that are FUN and challenging for all of my players.
7. I will teach my players the Laws of the Game.
8. I will remember that players are to play as much as is possible.
9. I will remember that I am a youth sports coach, and that the game is for the players.
10. I will keep myself informed of sound principles of coaching and child development being aware that there is always more to learn.
11. I will remember that a coach is a role model for players and I will conduct myself as such.

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By signing below, you acknowledge receipt of a copy of this Code of Conduct and agree to abide by each and every item identified herein.

Coach Name (Please Print): \_\_\_\_\_

Coach Signature: \_\_\_\_\_

Date: \_\_\_\_\_

**BAYSHORE SOCCER CLUB CODE OF CONDUCT FOR OFFICERS & DIRECTORS (3/20/07)**

**I hereby pledge to provide positive support, care, and encouragement for all participants in Bayshore Soccer Club's programs by following this Code of Conduct for Officers & Directors:**

- 1. I will encourage good sportsmanship from players, fellow coaches, officials and parents at every game and practice by demonstrating good sportsmanship.**
- 2. I will always place the emotional and physical well being of players ahead of a desire to win, and will expect and encourage coaches in this club to do the same.**
- 3. I will treat each player as an individual, remembering there is a large range of emotional and physical development among children in the same age group.**
- 4. I will do my best to provide the best facilities available, and a safe practice and game environment for players.**
- 5. I will never argue with or complain about a referee's calls or decision, and will expect and encourage coaches and players in this club to do the same.**
- 6. I will do my best to help this club's coaches organize practices that are FUN and challenging for all players.**
- 7. I will expect coaches to teach players the Laws of the Game.**
- 8. I will remember and encourage club coaches to remember that players are to play as much as is possible.**
- 9. I will remember that I am a youth sports club official, and that the game is for the players.**
- 10. I will keep myself informed of sound practices among well managed youth soccer clubs, will do my best to apply those practices to this club, and will provide continuing education for coaches because there is always more to learn.**
- 11. I will remember that as a club official, I am representing this club to players, parents referees, other clubs, and the public. I will conduct in all club activities and when representing the club in a manner intended to reflect positively on Bayshore Soccer Club.**
- 12. I will remember that, like a coach, a club official is a role model for players and I will conduct myself as such.**
- 13. I will comply with the Bylaws and policies of the Bayshore Soccer Club and will do my best to further this club's objectives and the programs sponsored by this club.**
- 14. I recognize that my decisions and actions as a club official, officer, or director, must always be consistent with the best interest of all the club's players and teams. By signing below, I acknowledge receipt of a copy of this Code of Conduct and agree to abide by each and every item identified herein.**

**Name (Please print):** \_\_\_\_\_

**Signature:** \_\_\_\_\_ **Date:** \_\_\_\_\_

**BAYSHORE SOCCER CLUB PARENT/PLAYER CODE OF CONDUCT (3/20/07)**

**PARENTS: I hereby pledge to provide positive support, care, and encouragement for all children participating in youth sports by following this Parents' Code of Ethics:**

1. I will encourage good sportsmanship from players, coaches, officials and other parents at every game and practice by exhibiting positive support for everyone involved.
2. I will not place a burden on my child to win games. The purpose of youth sports is to develop technical, physical, mental and social skills.
3. I will never argue with or complain about a coach's or referee's calls or decisions.
4. I will support efforts to remove verbal and physical abuse from youth sports activities.
5. I will refrain from being a sideline coach or referee. I will attend games to provide positive support for all players on all teams.
6. I will support efforts to provide an environment for my child that is free from drugs, tobacco & alcohol. I will refrain from their use at all youth sports events.
7. I will remember that the game is for the players and not for the parents.
8. I will do my very best to make youth sports fun for my child.
9. I will ask my child to treat ALL players, coaches, fans and officials with respect regardless of race, gender, creed or ability.

**PLAYERS: I hereby pledge to provide positive support, care, and encouragement for everyone involved in youth sports by following this Players' Code of Ethics:**

1. I will encourage good sportsmanship from fellow players, coaches, officials and parents at every game and practice by demonstrating good sportsmanship.
2. I will remember that sports participation is an opportunity to learn and have FUN not just to please my parents or coach.
3. I will be on time for every practice and game that I can, and I will notify my coach in advance if I cannot.
4. I will do my very best to listen and learn from my coaches.
5. I will try to do my best at every practice & game, working hard to improve my skills and to help my team.
6. I will never argue with or complain about a coach's or referee's calls or decisions.
7. I will control my temper and resist the temptation to retaliate if I feel I've been wronged.
8. I will treat my coaches, other players, officials and fans with respect regardless of race, gender, creed or abilities and I will expect to be treated accordingly.
9. I will learn and play by the Laws of the Game.

By signing below, we acknowledge receipt of a copy of this Code of Conduct & agree to abide by each & every item identified herein.

Name (Please Print)	Signature	Date
Player:		
Parent/Guardian:		
Parent/Guardian:		

**LIST OF AMENDMENTS TO BYLAWS BY EFFECTIVE DATE:**

May, 24, 2007:

- 1) Added ARTICLE III – MEMBERSHIP, SECTION 5 MEMBER COMPLAINT PROCEDURES
- 2) Corrected ARTICLE IV - BOARD OF DIRECTORS AND OFFICERS, SECTION 5 TERMS OF OFFICE FOR THE BOARD OF DIRECTORS AND OFFICERS, A., B., & C.
- 3) Corrected ARTICLE V - ELIGIBILITY, NOMINATIONS & ELECTIONS, SECTION 2 ELECTRONIC NOTICES AND VOTING, A. & C., and SECTION 3 NOMINATIONS.
- 4) Added: ARTICLE VIII - COACHES AND MANAGERS, SECTION 5 COMPLAINTS AGAINST A COACH OR MANAGER
- 5) Added Codes of Conduct for Players & Parents, Coaches, Officers & Directors.