



SUNNYVALE ALLIANCE SOCCER CLUB



CONSTITUTION

ARTICLE I NAME

The name of this organization shall be SUNNYVALE ALLIANCE SOCCER CLUB (hereafter “SASC” or “Club”).

ARTICLE II MISSION STATEMENT, PURPOSE, COLORS AND BOUNDARIES

- A. SASC Mission Statement: The mission of SASC is to provide a high quality soccer program at both the recreational and competitive levels of play for boys and girls, independent of their economic or ethnic background. SASC promotes local soccer for the enjoyment and development of local youth, emphasizing skill development, teamwork and sportsmanship, in a positive environment. To this end, SASC offers multiple soccer programs to match the skill level and personal commitment to soccer of each individual youth player.
- B. The purpose of this organization shall be to develop, promote, and administer the game of Association Football, known as soccer, among the youth (boys and girls under nineteen (19 years of age), regardless of race, color, religion, age, sex, national origin, financial situation and/or ability, within the territory of this Club.
- C. SASC colors are Red, White, and Black.
- D. SASC territory includes the City of Sunnyvale and other cities in close proximity.

ARTICLE III MEMBERSHIP AND VOTING RIGHTS

- A. SASC is affiliated and/or may be affiliated with any United States Soccer Federation (USSF) recognized organization.
- B. Members are defined as follows:
 - 1. Family or guardian of a currently registered player.
 - 2. Current member of the Board of Directors.
- C. A paid employee of SASC is not automatically a Member unless they independently satisfy (B)(1) or (2) of this Article.
- D. Voting Rights: Each Member shall have no more than one vote, regardless of the number of qualifying definitions in Section B of this article. No parent or guardian shall have more than one vote, although two parents or guardians from a single family may each vote if they have at least one child per voting family member. This is to prevent a family with many children from having excessive influence.

ARTICLE IV GENERAL MEETING

- A. The President and the Secretary, with the concurrence of the Board of Directors, shall call for a General Meeting (GM) of the membership. An Annual GM (AGM), to be held no later than the first Thursday in November is required, but one may be called at any time during a regular recreational and competitive season if two thirds of the Board of Directors including the President so decide. Notification to all affiliated Teams and



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members shall be made at least thirty (30) days prior to said GM by electronic or paper mail communication.

B. The order of business at the Annual General Meeting shall be as follows:

1. Call to Order
2. SASC Board Introduction
3. Reading and approval of the Minutes of the Previous AGM
4. Board Member Reports:
 - a. President
 - b. Vice President
 - c. Treasurer
 - d. Secretary
 - e. Recreational Director
 - f. Competitive Director
 - g. Field Director
 - h. Referee Director
 - i. Competitive Registrar
 - j. Recreational Registrar
 - k. Volunteer Director
 - l. Tournament Director
 - m. Fundraising Director
 - n. Director(s) of Coaching
5. Proposals for changes to the Constitution, Rules & Regulations or procedures
6. New Business
7. Election of open Board of Director positions
8. Member questions/issues
9. Good of the Game Statement
10. Adjournment

C. At each GM, each member shall be entitled to only one (1) vote, regardless of the number of voting positions held with SASC. Voting by proxy shall not be allowed, and only those members of record, and in good standing with the Club, shall be entitled to voting privileges. A quorum shall consist of any number of members eligible to vote attending at the Annual General Meeting. The President of this Club shall cast a vote only in the case of a tie or a secret ballot. In case of a tie on the secret ballot, the motion shall be discussed further, and the vote retaken.



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ARTICLE IV PARLIAMENTARY AUTHORITY

Parliamentary law as set forth in "The Standard Code of Parliamentary Procedure," by Alice Sturgis as most recently revised by the "American Institute of Parliamentarians" shall govern all meetings and other procedures not expressly provided.

ARTICLE V GENERAL MEMBERSHIP ELECTION PROCEDURES

- A. A Nomination Committee, appointed and chaired by the Vice President shall provide a slate of candidates for the elective offices to the Board of Directors, (hereafter Board) at the monthly meeting before the occurrence of the Annual General Meeting (hereafter AGM). All current members of the Board of Directors will participate in ongoing recruiting and publicity for the SASC Board of Directors and its associates.
- B. All candidates for office must be current SASC members. Candidates for office must not be a parent, spouse or child of a current or incoming board member.
- C. The AGM of the membership shall be held after the second Wednesday in September and no later than the first Thursday in November. Nominations shall be accepted from the floor for open Board positions at the SASC AGM.
- D. In the case of contested elections, election of Officers must be decided by secret ballot. The ballot will include the names of the official slate of candidates for each office, a place for additional nominations or write in candidates and under each office, a place to write "None of the above". If there is only one nominee for an office, the President may rule for either a voice vote or secret ballot saying aye or nay to the candidate.
- E. If ballots are required, the ballots shall be issued after being checked against a master list of current members and votes tallied by a committee formed and chaired by the Vice President. The Vice President shall return tally results to the President.
- F. The election results shall be announced by the President at the AGM. The new officers shall take office on January 1 and serve for two years.
- G. All board members will be elected by a majority vote of those present.
- H. The terms of elective office shall be two years. No person may be elected to the same office for more than four consecutive terms. An individual may hold more than one office concurrently, but is only entitled to one vote on the board. If a position is shared by two individuals, that position has only one vote on the Board, either at a Board meeting or by email vote.
- I. The following positions will be elected to serve beginning in odd numbered years:
 1. President
 2. Treasurer
 3. Referee Director
 4. Recreational Director
 5. Competitive Registrar
 6. Tournament Director



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J. The following positions will be elected to serve beginning in even numbered years:

1. Vice President
2. Secretary
3. Competitive Director
4. Recreational Registrar
5. Field Director
6. Volunteer Director
7. Fundraising Director

ARTICLE VI VACANCIES ON THE BOARD

- A. Vacancies on the Board, other than the President and Vice President, shall be filled by a nomination from the membership or by a member of the Board, and approved by a majority vote of the Board.
- B. The Vice President's position shall be filled by a nomination from the existing Board or by a member of the Board, and approved by a majority vote of the Board.
- C. The President's position shall be preferentially filled by the Vice President. If not filled by the current Vice President, the President's position must be filled by a current member of the SASC Board of Directors.
- D. If any board member fails to attend meetings of the board for 3 consecutive months, the president may appoint a replacement subject to ratification by the Board of Directors.
- E. These appointed officers shall serve out the remaining time of the vacant office.

ARTICLE VII RECALL

Any member of the Board may be recalled after charges have been filed in writing to the Board. A special Board meeting shall be held to hear these charges. A two-thirds vote of the full Board members at the next regularly scheduled Board meeting shall accomplish a recall.

ARTICLE VIII AMENDMENTS TO THE CONSTITUTION AND BYLAWS

- A. Proposed amendments to the SASC Constitution must be presented to the Board in writing.
- B. All Board members shall be notified of proposed amendments to the Constitution at a regular Board meeting prior to the AGM meeting at which the proposed amendment(s) will be considered for approval for membership vote.
- C. The Board shall vote approval of the amendment to the Constitution by a two-thirds (2/3) majority of a quorum at which time, if approved, a general meeting shall be called and the amendment shall be put to the membership for a vote.
- D. A constitutional amendment shall be deemed adopted by an affirmative vote of two-thirds (2/3) of the members present at a General Meeting.



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- E. Any and all Amendments to the SASC Constitution adopted at the AGM shall become effective immediately upon adjournment of the General Meeting.

ARTICLE IX DISBURSEMENT OF FUNDS

- A. The Board shall approve by a majority vote a budget for the club for the year beginning with the regular fall playing season. Any expenditures above those set in the budget will require a two-thirds (2/3) majority of the quorum of the Board of Directors.
- B. The various Directors (including but not limited to, Competitive, Recreational and Referee Directors) with financial needs shall submit individual budgets based on expected player registration and current club needs. If the budget is exceeded purely because registration exceeds that expected (for example 100 more players than expected need 100 more uniforms), the Directors shall inform the Board, but may make purchases as required with the approval of the Treasurer so as not to delay purchases of needed equipment.
- C. All disbursements must have original receipts attached for audit purposes.
- D. Budgets shall be submitted by April 1 of the year preceding that of the budget. If the budget is not approved by the Board prior to September 1, then it shall take effect at the discretion of the Treasurer with the concurrence of the President.

ARTICLE X NON GAME RELATED PROTESTS

- A. Protest and complaints against SASC procedure and personnel, excluding red or yellow card disciplinary action and game related protest (see GUIDELINES, Section II), shall be presented to the Vice President of the SASC Board in writing at least five days prior to a regular Board meeting.
- B. The Board at its discretion may convene a special meeting of the Board to hear the matter.
- C. The Board shall review the issue and attempt to resolve it within its authority. Any action taken by the Board shall be in accordance with CYSA and USSF rules. Decisions on all matters shall be in writing and made part of the next Board minutes.
- D. Appeals of any decision may be made in accordance with CYSA and USSF rules.
- E. All game and coach or team related complaints or protests must adhere to the SASC Disciplinary Procedure guidelines.

ARTICLE XI BOARD OF DIRECTORS AND VOTING RIGHTS

- A. The Board of Directors consists of the following positions:
 - 1. President
 - 2. Vice President
 - 3. Secretary
 - 4. Treasurer
 - 5. Competitive Registrar



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6. Recreational Registrar
 7. Referee Director
 8. Recreation Director
 9. Competitive Director
 10. Field Director
 11. Volunteer Director
 12. Fundraising Director
 13. Tournament Director
 14. Director(s) of Coaching – non-voting member(s)
- B. In the event that a position is shared by two people, each person shall be considered a board member; however there will be one main contact for the Board, and only one full vote for the position by one of the members. No more than two people can share a position. The presence of either one counts as 1 person only for quorum purposes.
- C. All members of the Board shall have one vote except the President, who shall have no vote except when a tie-breaking vote is required.
- D. All issues governing the operations of SASC, other than those described in Article III, shall be decided by a quorum of the Board. A simple majority of the current membership of the Board, excluding vacant positions, shall constitute a quorum. Non-voting members do not count toward the quorum.
- E. Voting by proxy shall not be allowed. Voting by email is allowed. E-mail votes will require a quorum of 8 board members with five votes in favor to pass any motion. Any e-mail vote taken must be open for at least a week (7 full days), or until a quorum is reached, so as to allow for reasonable discussion and action. Board Members who do not explicitly vote or announce their presence for that motion will not count toward the quorum.

ARTICLE XII EXECUTIVE AND AD HOC COMMITTEES

- A. The Executive Committee shall consist of four (4) members. Three permanent members comprised of:
1. President
 2. Vice President
 3. Treasurer
 4. Another Director as decided by the President.
 5. If any of the aforementioned members are not available, the President shall appoint a replacement.
- B. The Executive Committee shall serve between regular Board meetings for emergencies, to prepare for Board meetings, consider director and club member proposals and votes, or to dispose of duties bestowed upon it by the Board. All actions of the Executive



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Committee must be ratified by the Board at the next scheduled meeting after such Executive Committee meeting.

- C. President can appoint Ad Hoc committee when necessary to serve between regular Board meetings to perform duties bestowed upon it by the board. All actions of the Ad Hoc committee must be ratified by the Board at the next scheduled Board meeting.

ARTICLE XIII MEETINGS OF THE BOARD OF DIRECTORS

The Board shall meet regularly once each month at a time and place designated by the Secretary and at other times as deemed necessary by the President and/or Vice President. The Secretary shall publish an agenda of the next meeting prior to the meeting. The Board meetings shall be open to the membership with open discussion scheduled, and closed sessions scheduled for interim elections and confidential Board business.

ARTICLE XIV RESPONSIBILITY AND AUTHORITY OF THE BOARD

- A. The Board acting together shall constitute the administrative management of SASC, insuring that the club operates within the framework and intent of its Constitution.
- B. The Board must approve any procedure, appointments and interpretations of SASC policy made by any committee of this organization not provided for in the Constitution.

ARTICLE XV DUTIES OF THE BOARD OF DIRECTORS

The responsibilities of the members of the Board of Directors include, but are not limited to the following descriptions, with all other responsibilities to be assigned to Directors by annual resolution of the Board.

A. President

1. The President shall preside at board meetings and shall exercise and perform such other powers and duties as the Board may assign from time to time. The President shall also be responsible for the overall operation of SASC and shall supervise, direct and control SASC's activities, affairs and officers. The President shall preside at all member's meetings and all Board meetings. The President shall have such other powers and duties as the Board or the Constitution may require. The President shall also act as SASC's representative on official matters not otherwise delegated to specific directors.

B. Vice President

1. If the President is absent or disabled, the Vice President shall perform all duties of the President. When so acting, the Vice President shall have all powers of and be subject to all restrictions of the President. The Vice President shall have such other powers and duties as the Board or the Constitution may require.

C. Secretary

1. The Secretary, or his or her designee, shall be custodian of all records and documents of the Club which are to be kept at the principal office of the Club, shall act as Secretary of all the meetings of the Board of Directors and the members, and shall



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keep the minutes of all such meetings in books proposed for that purpose. He or she shall attend to the giving and serving of all notices of the Club.

D. Treasurer

1. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Club, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The Treasurer shall deposit or cause to be deposited all monies and other valuables in the name and to the credit of the Club with such depositories as may be designated by the Board of Directors. The Treasurer shall disburse or cause to be disbursed the funds of the Club as may be ordered by the Board of Directors, and shall render to the President and directors, whenever they request it, an account of all of the Treasurer's transactions as Treasurer and of the financial condition of the Club.
2. The Treasurer shall create an annual operating budget for SASC for each soccer year (September-August).
3. The Treasurer shall prepare or cause to be prepared all statements, forms, or returns as may be required by federal, state, or local taxation authorities.