



Cumberland Youth Soccer Association

ARTICLES OF ASSOCIATION AND BYLAWS

(Revised December 13, 2022)

CYSA / P.O. Box 7625 / Cumberland, RI 02864

ARTICLE I - NAME:

This league shall be run as a non-profit organization and shall be known as the Cumberland Youth Soccer Association, herein known as CYSA.

ARTICLE II - PURPOSE:

CYSA will be affiliated with the United States Youth Soccer Association (USYSA) through Soccer Rhode Island (SRI), and United States Club Soccer. As such, the Cumberland Youth Soccer Association shall dedicate itself to the best interests of youth soccer, with emphasis on the organization, promotion, regulation, and development of youth soccer in the town of Cumberland, Rhode Island.

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

Notwithstanding any other provision of these articles, this association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this association.

ARTICLE III - MEMBERSHIP AND PRIVILEGES:

The membership of CYSA shall consist of Playing Members, Regular Members, and Members-At-Large.

A. PLAYING MEMBERS:

Any playing age youngster interested in soccer may become a playing member upon timely application and payment of the registration fee. Only active playing members in good standing with the league are eligible to participate in CYSA sponsored programs and events. Playing Members are not eligible to vote in the election of the Board of Directors, Executive Officers, or on policy matters pertaining to CYSA.

B. GENERAL MEMBERS:

Shall be known as the Body of the league and will consist of the Board of Directors, elected Officials, and the Recreational Coach or an Assistant Recreational Coach of each team, and the Competitive Coach or an Assistant Coach (there is one vote per team total, with a different person voting for each team). Each team will be allowed only one vote by the Coach, or an Assistant Coach, as noted on the finalized team roster. The Body shall be the highest authority for: election of Officers and Directors, and approval of additions, deletions, and changes to its By-Laws.

C. MEMBERS-AT-LARGE:

Any interested person, who has made a meaningful contribution to CYSA, may be nominated by any member of the Board of Directors as a Member-At-Large. Having been confirmed by a majority vote of the Board of Directors, that person shall be considered a Member-At-Large for a period of one (1) year from the time of his/her election to membership. Members-At-Large have no voting privileges but may attend any CYSA meeting to voice their personal beliefs as to how CYSA may improve.

ARTICLE IV - GOVERNMENT:

- A. The Board of Directors shall be the governing body of CYSA. It shall have full power to transact all business for CYSA that falls within the scope of CYSA. The Board of Directors shall consist of the members on the Executive Board, VP's and Directors of CYSA. See organizational chart at the end of this document for positions. All members of the Executive Board must reside in the town of Cumberland, Rhode Island.
- B. At the Annual Meeting of CYSA, the voting members shall elect the following:
- 1) Executive Board Members to serve 2 years:
 - i. President of CYSA
 - ii. VP of CYSA
 - iii. Treasurer
 - iv. Registrar
 - v. Secretary
 - 2) Vice Presidents to serve 2 years:
 - i. VP of Recreation
 - ii. VP of CLP United
 - iii. VP of Competitive
 - iv. VP of Fields
 - v. VP of Equipment
 - vi. VP of Referees
 - vii. VP of Coaching and Training
 - 3) Directors to serve 1 year:
 - i. Concessions Director
 - ii. Sponsors Director
 - iii. Website Director
 - iv. Social Media Director
 - v. Fundraising Director
 - 4) At-Large Members to serve 1 year:
 - i. Unlimited Positions
- C. If for any reason a vacancy on the Board of Directors becomes available, the Board of Directors shall, by nomination and election, fill each vacancy for the unexpired term.
- D. The Board of Directors shall adopt playing and general rules, which shall be binding on all members of CYSA.
- E. The Board of Directors shall not have the power to incur any obligation on behalf of CYSA, which is.
- 1) More than the total cash assets then held by the Treasurer and not otherwise pledged or required to meet other fixed or current financial obligations which is:
 - 2) More than the annual budget as approved by the Board of Directors.
- F. Any member of the Board who misses a total of four (4) regular business meetings of the Board of Directors in a calendar year shall there by forfeit his/her right to hold his/her respective office for the unexpired term.

- G. Each member of the Board of Directors in good standing will have one vote on CYSA matters.
- H. The Board of Directors may conduct a vote via conference call or email.

- I. A Coach/Board Member shall be disciplined, up to and including removal for cause, for any of the following reasons:
 - 1) A felony conviction during the Coach's/Board Member's term of service with the Organization.
 - 2) Being convicted of any crime involving a minor.
 - 3) Intentional failure to declare a conflict of interest.
 - 4) Failure to adhere to these by-laws.
 - 5) Recruiting a family, player, or coach to leave CYSA to go to another organization during the Coach's/Board Member's term of service with the Organization.
 - 6) Making threatening and/or intimidating statement, either verbally or in writing, to any family, player, or coach during the Coach's/Board Member's term of service with the Organization.
 - 7) Engaging in a consistent pattern of behavior unbecoming of a Coach/Board Member; and/or
 - 8) Engaging in a consistent pattern of any behavior that the Board deems counter to the mission of CYSA.

- J. Procedures for Discipline of a Coach/Board Member for Cause are outlined in CYSA Policies and Procedures which is updated periodically.

ARTICLE V - EXECUTIVE BOARD RESPONSIBILITIES:

- A. The **President's** duty shall be to:
 - 1. Preside at all meetings of the membership and the Board of Directors. **(Non-Voting)**
 - 2. Ensure that all business transactions of CYSA will be in full compliance with the By-Laws and with the purposes of CYSA.
 - 3. Attend meetings outside of CYSA for the benefit of the organization.
 - 4. Participate in the Budgeting of all programs.
 - 5. Report Monthly to the Board of Directors.

- B. The **Vice President of CYSA's** duty shall be to:
 - 1. Support the President with overseeing the needs of the organization.
 - 2. Provide support to the Vice Presidents of the programs.
 - 3. Assume the role of "Player Advocate" when needed.
 - 4. Participate in the Budgeting of all programs.
 - 5. Attend meetings outside of CYSA that cannot be attended by the President or VP's.
 - 6. Conduct CYSA meetings when the President is absent.

- C. The **Treasurer's** duty shall be to:
 - 1. Pay all approved supplier purchases and collect payments from participants in registered programs.
 - 2. Pay all vendor, facilities, training, referees etc. invoices for the association.
 - 3. Participate in the Budgeting of all programs.
 - 4. Facilitate all organizational bank accounts in conjunction with the President.

5. Work in conjunction with all program Directors to assure that every program, training, or clinic put in place provides at least a break-even status.
6. Work with an Accountant/CPA approved by the Board to assure Association taxes are completed by year end (March 31).
7. Report Monthly to the Board of Directors.

D. The **Registrar's** duty shall be to:

1. Oversee and maintain the registration program CYSA uses for all Player/Coach registrations.
2. Create, monitor, and oversee the signup process for all CYSA programs that are offered by the organization, including leagues and tournaments.
3. Assist the VP's/Directors with any registration issues.
4. Participate in the Budgeting of all programs.
5. This Position will have a credit card assigned to it for authorized purchases.
6. Report Monthly to the Board of Directors.

E. The **Secretary's** duty shall be to:

1. Record and keep the minutes of all meetings of CYSA and the Board of Directors.
2. Inform the members and/or the Board of Directors of all regularly scheduled and special meetings.
3. Maintain a calendar for scheduling all CYSA events.
4. Handle and record all correspondence with and from CYSA.
5. All communications sent to CYSA shall be presented in writing to the Secretary.
6. Prepare the agenda including all reports from the Board which will be sent out to all Board members for review no less than 48 hours prior to the meeting.

ARTICLE VI - AMENDMENTS:

- A. Proposed amendments to these Bylaws, when petitioned by a voting member, must be submitted in writing to the Secretary with a majority approval of the Executive board.
- B. A proposed amendment to the By-Laws is then voted on by the Board of Directors at their next meeting.
- C. A proposed amendment approved by the Board of Directors shall be presented at the next Annual Meeting of the CYSA or at a special meeting of the General Membership. A simple majority vote of the General Members is needed to pass/defeat any proposed amendment to the By-Laws.
- D. If a change to the Bylaws that warrant a change to the "Policies and Procedures" of CYSA occurs, the NEW "Policies and Procedures" shall be presented no more than 2 months after the AGM for Approval.

ARTICLE VII - DISSOLUTION OF THE ASSOCIATION

- A. Upon the dissolution of the Association, assets 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 association is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII - MISCELLANEOUS:

- A. The mailing address of CYSA shall be designated by the Executive Board after each election.
- B. Review and approval of the bylaws must be done every two years at the Secretary's responsibility.
- C. The Executive Board is to be informed of the prospective fees of each program, prior to the finalization of the price, and the Executive Board will have final approval of the fee.
- D. The Executive Board is to be shown samples of any CYSA branded/labeled attire or item(s) and must be approved by the Executive Board prior to contracting for purchase or production.
- E. The CYSA Board cannot remove/withdraw/transfer from its capital account an amount over \$10,000 without approval by the General Membership.
- F. Any Board Member excluding At-Large, who performs his or her duties throughout their term shall receive a credit towards a program not to exceed the cost of the opening price of the Rec program that year. This excludes additional trainings that are charged separate to any program which are offered by CYSA. This incentive may not be combined with any other offers, stipends, or benefits that are also offered by CYSA.

Adopted as revised at the December Board Meeting of CYSA held in Cumberland, RI on December 14, 2021.

Michael Friedland, President

Curtiss Grieve, Secretary

AMENDMENT HISTORY

Adopted as revised at the Annual Meeting of CYSA held in Cumberland, RI on:

- December 13, 2022: Signed by Michael M. Friedland, President, and Curtiss Grieve, Secretary
- December 14, 2021: Signed by Michael M. Friedland, President, and Curtiss Grieve, Secretary
- February 9, 2021: Signed by Michael M. Friedland, President, and Chad Sartini, Secretary
- December 5, 2017: Signed by Michael M. Friedland, President, and Jacqueline Hilton, Secretary
- December 14, 2015: Signed by William R. Bagley Jr., President, and John Geoghegan, Secretary

December 5, 2011: Signed by Chris Moran, President, and John Geoghegan, Secretary

April 6, 2009: Signed by Joseph Carreiro, President and Lisa Leite, Secretary

December 10, 2007: Signed by Joseph Carreiro, President and Jodi Fownes, Secretary

November 14, 2001: Signed by Chuck Sears, President and Marcia Scott, Secretary

November 25, 1996: Signed by Michael F. Varone, President and Louise M. Wilcox, Secretary

December 12, 1995: Signed by Dave Williams, President and Marcel G. Dube, Secretary

December 13, 1993: Signed by Robert M. Drew, President and Kevin Powers, Treasurer