

# Palmyra Riverton Soccer Club

## Bylaws



# Palmyra Riverton Soccer Club

## Bylaws

### Article 1 - Name

The club shall be known as the Palmyra Riverton Soccer Club which shall herein be known as the "Club" or the "Corporation". The Club is based in Palmyra and Riverton New Jersey.

### **Seasonal Year**

The seasonal year shall be from August 1<sup>st</sup> through July 31<sup>st</sup>

### Article 2 - Purpose

The purpose of this Club shall be:

- A. To encourage and influence the youth of our community to become responsible citizens of the community.
- B. To promote, plan, teach, endorse and implement various soccer programs and related activities
- C. To encourage good sportsmanship, fair play and teamwork.
- D. To teach respect for the laws of the game, officials and players.
- E. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- F. In particular and without limitation of the foregoing, the Corporation shall not have or issue shares of stock or pay dividends. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or corresponding section of any future federal tax code.

### Article 3 - Membership

The Members: Each travel team shall be considered a voting member of the Corporation (each a "Member"). Each team shall have its vote cast by the Head Coach or in the absence of the head coach, the assistant coach or head coaches designee. If neither can be present, a designated parent or other team representative may cast the team vote. .

In addition to the Members, the Corporation has non-voting Associate Members who are the (i) players and parents for each team (travel or rec team); (ii) coaches of the rec teams; and (iii) other club volunteers. As an Associate Member of the Club, they shall abide by the Club's bylaws and act in a manner consistent with the purposes of the Club and the standards of youth soccer as set by the Club's governing organizations. Associate Members shall be entitled to participate in meetings of the Corporation and may nominate Trustees at the Annual Meeting but are not entitled to vote on any matter.

## Article 4 Meeting of the Members

Annual Meeting: The Members shall meet at the Corporation's Annual Meeting, which shall be held in May of each year, or at such place and on such date and at such time as shall be determined by the Board of Trustees. The purpose of the Annual Meeting shall be to elect Trustees by the Members and approve the Annual Budget. The Trustees shall elect the Corporation's Officers.

The Annual Meeting shall be advertised to the Members and Associate Members of the Club by posting notice of the meeting on the Club's website and by sending notice to all Members and Associate Members by email and posting through the Club's other methods of communication, including social media and such other methods determined by the Board.

Quorum: The Members present at any properly announced meeting of the Members shall be at least 51% of the Members.

Special meetings of the Members may be called by written notice signed by four (4) or more of either the Members or the Trustees. Upon receipt of a request for a special meeting of the Members, the President shall schedule the meeting no later than the next regularly scheduled Trustee's Meeting and shall follow the notice set forth above.

The Members shall have the following powers by majority of vote of Members attending any meeting of the Members:

- (i) Elect and remove Trustees;
- (ii) Approve the Annual Budget;
- (iii) Amend the Bylaws
- (iv) Amend the Articles of Incorporation
- (v) Dissolve the Corporation

Action by Written Consent. Unless otherwise restricted by the Certificate of Incorporation or these Bylaws, any action required or permitted to be taken at any meeting of the Members may be taken without a meeting if all of the Members consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Members.

Teleconference Meetings. Any meeting of the Members can be conducted by teleconference call or by any means of communication by which all participating members can hear each other and communicate with each other. This may include meetings through electronic mail communications, provided advance notice of the special meeting via electronic mail and its duration is sent to all participants and provided there is evidence that: (a) all such participants were aware of the electronic mail meeting occurring, including receipt of a read receipt from the recipient's email server; (b) all participants received all electronic mail correspondence; and (c) the electronic mail communication is concluded within the time frame set forth in the advance notice of special meeting.

## Article 5 - Club Management

1. Number. The direction, management, business and affairs of the Corporation shall be vested in and managed by a Board of Trustees. The Initial Board of Trustees is set forth in the Certificate of Incorporation. Each Board of Trustees, after the Initial Board of Trustees, shall be elected by the Members at its Annual Meeting, and shall consist of at least fifteen (15) Trustees.

2. Selection of Trustees. The Trustees shall serve for one (1) year terms and may serve successive terms.

3. Powers. The business of the Corporation shall be managed by its Board of Trustees which, except as limited herein, may exercise all such powers of the Corporation and do all such lawful acts and things as are not by law prohibited.

4. Regular Meetings. Regular meetings of the Board shall be held monthly (except in the summer when one meeting shall be held for July and August) at such times and on such dates as shall be determined by the Board of

Trustees. The Club shall set aside time at each meeting where Members and Associate Members shall be able, and encouraged, to present topics and issues of interest to the Trustees.

5. Special Meetings. Special meetings of the Board of Trustees may be called by the President or, in his/her absence or disability, by the Vice-President, if any, or by any two (2) Trustees of the Board by sending notice to the Secretary to send out the meeting notices. If the Secretary shall fail to send out the special meeting notices, the person(s) calling the meeting shall send such notices.

6. Location. Meetings of the Board shall be held at such location, in Palmyra or Riverton, in the State of New Jersey as shall be fixed by the Board of Trustees.

7. Notice of Meetings. Written notice of the time and place of a regular or special meeting shall be given by the Secretary to each Trustee at least five (5) days prior to the day named for such meeting and posted on the Corporation's website. Such notice shall be directed to the Trustee by email to the Trustees email of record or at his/her residence or usual place of business. Except as provided by law, or these Bylaws, a Notice of a Meeting of the Board need not state the purpose thereof. No notice of the purpose of any meeting of the Board, or any publication thereof, whether prescribed by law, by the Certificate of Incorporation or by these Bylaws, need be given to any person who attends such meeting, or who, in writing, executed either before or after the holding thereof, a waiver of such notice, and such attendance or waiver shall be deemed equivalent to notice.

8. Quorum. Business cannot be conducted at a meeting of the Board of Trustees unless a quorum is present. The presence of at least 51% of the Trustees in office shall constitute a quorum for the transaction of business. The acts of a majority of the Trustees present and entitled to vote at a meeting at which a quorum exists shall be the acts of the Board of Trustees.

10. Action by Written Consent. Unless otherwise restricted by the Certificate of Incorporation or these Bylaws, any action required or permitted to be taken at any meeting of the Board of Trustees or of any committee thereof may be taken without a meeting if all of the Trustees or persons on a committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board or committee.

11. Teleconference Meetings. Any meeting of the Board of Trustees or any committee thereof can be conducted by teleconference call or by any means of communication by which all participating members can hear or communicate with each other. This may include meetings through electronic mail communications, provided advance notice of the special meeting via electronic mail and its duration is sent to all participants and provided there is evidence that: (a) all such participants were aware of the electronic mail meeting occurring, including receipt of a read receipt from the recipient's email server; (b) all participants received all electronic mail correspondence; and (c) the electronic mail communication is concluded within the time frame set forth in the advance notice of special meeting.

12. Removal. Any Trustee may be removed, with or without cause, at any time, by a majority vote of the Board of Trustees at any duly convened meeting at which a quorum exists.

13. Vacancies. A vacancy in any Trustee position shall be filled by an appointment of a new Trustee by either a two-thirds majority vote of the Trustees or a majority vote of the Members at any duly convened meeting at which a quorum exists. Any Trustee elected to fill a vacancy shall complete the term of Trustee being replaced.

14. Compensation. The Trustees shall serve without compensation for their Trustee or officer duties, but may receive, as decided by the Corporation, a reimbursement of expenses and reasonable compensation for services provided to the Corporation in any capacity other than as a Trustee or officer. In all such matters, the Corporation shall comply with the Act and the Internal Revenue Excess Benefit Transaction rules under Code Section 4958.

15. Budget. Annually, the Trustees shall recommend an operating budget to be approved by the Members which shall include all of the charitable contributions budgeted for the upcoming year. Any charitable contribution not provided for in the operating budget must be approved by a resolution adopted by a majority of the Trustees.

## ARTICLE 6 CLUB OFFICERS & OTHER BOARD ROLES

After the Trustees are selected by the Members (as set forth in Article 4), the Board shall consist of the following fifteen (15) elected positions, which positions shall be selected by the Members at the Annual Meeting:

PRESIDENT - This position carries over all responsibility of the Club. The President shall serve as the chief executive officer of the Corporation, and shall preside at all meetings of the Board. The President shall see that all orders and resolutions of the Board are carried into effect; subject, however, to the right of the Trustees to delegate any specific powers to any other officer or officers of the Corporation. The President shall see to it that the operations of the Corporation accord with its Certificate of Incorporation and these Bylaws and such directions as the Board may issue from time to time. The President shall perform such other duties as may be prescribed by the Board of Trustees. The President shall be, ex-officio, a member of all committees, and shall have the general powers and duties of supervision. Specifically, he/she shall preside at all membership meetings and abstain from voting therein except in the case of a tie. The President, along with the Treasurer and Vice President, be signing officer of the Club. The Board must approve all monetary expenditures at regular Board meetings. However, the President shall have the power to authorize expenditures for the good of the club, up to a maximum amount of three hundred (\$300) in unbudgeted expenses in any calendar month without prior approval of the Board. The President shall perform such other duties as on occasion shall be assigned by the Committee. The President shall hold the office of PAST PRESIDENT for one year following the completion of his/her term(s) as President.

VICE PRESIDENT - In the absence of the President, the Vice President will take over all duties and responsibilities of the President. He/she may be a member of any and all committees and is to assist in any area needed. The Vice President should have exposure to all facets of the Club. The Vice President, will be, along with the President, and the Treasurer, a signing officer for the Club. The Vice President shall also have responsibility for obtaining and assigning fields within in the towns of Palmyra and Riverton.

TREASURER - He/she shall handle the accounts of the Club along with the President and/or Vice President. All funds will be given to the Treasurer for banking. The Treasurer may, from time to time, designate someone to collect funds. The Treasurer shall: (1) cause to be kept and maintained adequate and correct financial transactions of the Corporation; (2) cause to be deposited all monies and other valuables in the name of and to the credit of the Corporation, with such depositories as may be designated by the Board; (3) review and approve supporting evidence of the receipt and disbursement of funds; (4) cause to be rendered to the full Board an accounting of the financial condition of the Corporation; (5) assist the President in the formation and implementation of the budget; (6) cause financial and management reports to be prepared and circulated as the Board deems appropriate; (6) File an annual tax return and such other regulatory documents (e.g. NJ annual registration) that may be required; (7) I make regular reports regarding the club accounts and team stipends to club management and officers; (8) track and report charitable donations and mail charitable substantiation letters required by the IRS; and (9) shall perform such other financially-related duties as may be prescribed by the Board of Trustees. The Treasurer will be one of the signing officers for the Club.

SECRETARY - He/she is responsible for keeping accurate record of all meetings, correspondence and the recording of all policies of the Club. Meeting minutes shall be completed within one week of regularly scheduled club meetings and any special meetings as assigned. Minutes shall be reviewed by the President or his/her designee and distributed to all (i) Members of the Corporation and (ii) Trustees by email and posted on the website within 2 weeks of the meeting date for approval at the next Board meeting. The Secretary shall give or cause to be given notices of all meetings of the Corporation, and shall perform such other duties as may be prescribed by the Board of Trustees.

PAST PRESIDENT - He/she will be a member and the PAD committee for a one (1) year term. The Past President will act in an advisory capacity and shall have a vote on the committees. In the event that the term of a Past President expires and the then current President is elected to serve another term or in another Board capacity, the position of Past President shall be vacant and an additional Member at Large shall be elected until such time as there is a Past President to fill this position.

REGISTRAR - He/she is responsible for setting up registrations, and account to the Treasurer for all moneys collected for registrations. All registrations must be done by the Registrar and/or his/her designates. The Registrar shall distribute registrations for placement on teams from last year's list. The players will be placed on teams only where they are needed or based upon team tryouts if applicable.

EQUIPMENT MANAGER - He/she is responsible for purchasing, distributing and collecting of Club equipment (Balls, goals, uniforms etc). He/she will submit a yearly budget for equipment and have an ongoing upgrading program for equipment.

FIELDS COORDINATOR - He/she will also be responsible for coordinating the lining of the fields and field maintenance including goal frames and netting maintenance and replacement. He / she will also be responsible for education and oversight of proper field usage by coaches and players including storage and security of field equipment.

GIRLS LEAGUE REPRESENTATIVE - He/she is responsible for coordinating the activities of the Girls travel teams with the corresponding travel leagues. The Director will attend meetings of the travel league and report to the club at the club meetings the activities of the league. The Director will be the designated representative to the Girls travel League. The Director will be responsible for determining if the fields are playable in inclement weather. The Director will also be responsible for assignment of referees in the event of last minute cancellations.

BOYS LEAGUE REPRESENTATIVE - He/she is responsible for coordinating the activities of the Boys travel teams with the corresponding travel leagues. The Director will attend meetings of the travel league and report to the club at the club meetings the activities of the league. The Director will be the designated representative to the Boys travel League. The Director will be responsible for determining if the fields are playable in inclement weather. The Director will also be responsible for assignment of referees in the event of last minute cancellations.

RECREATIONAL PROGRAM COORDINATOR - He/she is responsible for coordinating the activities of the Recreational Program. The Director will set up teams and coordinate the schedules for the recreational program. The Director will be responsible for determining if the fields are playable in inclement weather. The Director will also be responsible for assignment of referees.

INDOOR COORDINATER - He/She is responsible for coordinating the activities of the Indoor Program. The Director will set up teams and coordinate schedules for the indoor program. MEMBER AT LARGE (3) - He/she is responsible for representing the membership at meetings of the Board and such additional duties as may be assigned. In the event that there is no Past President, an additional Member at Large shall be elected.

#### Article 7 - Elections

Any person, 18 years of age or older, that is a current or former Associate Member of the Corporation, may be nominated to be a Trustee. Nominations may be made by way of the Nominating Committee (if one exists) or by a Trustee or any Member or Associate Member at the Board meeting immediately preceding the Annual General Meeting. Nominations may also be made from the floor or submitted to the league secretary in writing. The nominee must consent prior to being placed in nomination.

The Members of the Club at the Annual General meeting shall elect the Trustees. They shall hold office for a period of one year from June 1 to May 31 of the following year (or the date of the following Annual Meeting after their election). All positions shall serve without compensation.

Anyone eligible to serve as a Trustee and desiring to stand for election to any position but unable to attend the Annual General Meeting shall deliver to the Secretary before the General Meeting, written notification, indicating the position(s) they are willing to stand for. This notification shall be dated and signed by the member.

Voting shall be conducted by the Members who shall elect the Trustees into specific officer roles and/or positions. The President and Secretary shall determine the validity of all ballots, tally the votes and report the results to the Trustees,

Members and Associate Members present. The Secretary shall cast one vote for uncontested positions and record the results.

Any vacancy in the Board and committees may be filled either by election by the Board, with a two-thirds majority vote of Trustees members present or, in the event of a meeting of the Members, by a majority vote of the Members. No person may hold more than one Board position at one time. Appointed members shall serve the unexpired term of the Trustee they are replacing.

### Article 8 - Meetings

The Trustees of the Club shall hold General Meetings once per month or such other frequency as determined by the Board (but no less than every other month). The meeting shall be held on any day designated in advance by the President.

The order of business of the Club shall be as follows:

Call to Order- Role Call- Introduction of Guests- Reading of the Minutes- Treasurer's Report- Communications- Reports of Officers and Directors- Committee Reports- Old Business- Election/Nomination of Club Management- New Business- Matters of interest presented by Members or Associate Members - Adjournment

Unless otherwise superseded by some article of the Bylaws of this Club, Robert's Rules of Order will govern all meetings of the Club. Meetings shall be publicized and open to Members, Associate Members and members of the public, except when executive session is required for matters involving legal or personnel issues or such other matters the Board determines requires confidentiality.

Unless the Members or the Board of Trustees designate a different date, the Annual Meeting ("AGM") of the members shall be held annually on the second Thursday in May, at 7:00 p.m.

The Secretary shall keep an accurate attendance record of every club general meeting, including the Trustees, Members, Associate Members and others in attendance.

The President of the Club or, in his or her absence, the Vice President, or in his or her absence, any other person chosen by a majority of the members present in person shall be Chairman of and shall preside over the meetings of the members.

### Article 9 - Amendments and Changes

Amendments to the Bylaws must be approved by the Members. Notice of proposed Amendments shall be publicized to the Members and Associate Members of the Club via email and by posting on the Club's website. Notice may also be send via regular mail, but need not be.

Bylaw Amendments may be initiated by either Members or by the Board. If initiated by the Board, the proposed amendment must be initially approved by a majority vote of Trustees present at a Board meeting that is at least 25 days prior to the meeting of the Members where the Bylaw Amendment will be considered by the Members. For a Bylaw Amendment to be initiated by the Members, 25% of the Members may submit the proposed amendments to the President and Secretary of the Board at least 35 days prior to the meeting of the Members where the Bylaw Amendment will be considered. Upon receipt of a proposed amendment initiated by the Members, the Secretary of the Board shall publicize same to the Trustees and Members and Associate Members of the Club via email and by posting on the Club's website at least 25 days prior to the meeting of the Members where the Bylaw Amendment will be considered.

## Article 10 – Committees

### Protest – Appeals – Disciplinary (PAD) Committee

The PAD Committee shall consist of the following members:

President, Vice President, Girls League Representative, Boys League Representative and the Recreational Program The Past President (if there is one) may act in an advisory role and shall also have a vote in the committee.

### Standing Committees

The President may appoint members and a coordinator for these committees.

1. Fields
2. Tryout & Coaches Development
3. Fundraising
4. Scholarship

### Nominating Committee

The President shall also have the right to appoint a Nominating Committee which shall help the Trustees and Members find qualified volunteers to serve on the Board of Trustees. If the President forms a Nominating Committee, the Committee shall solicit volunteers from the Members and Associate Members to serve on the Board and to make a recommendation to the Members at the Annual Meeting for candidates to serve as a Trustee. As set forth herein, nominations may also be made at the Annual Meeting by the Trustees or Members in accordance with the process set forth in the Bylaws.

## ARTICLE 11

### CONFLICT OF INTEREST

If a Trustee, officer, committee member has a financial interest conflicting with the interest of the Corporation in any matter (such as whether to enter into a contract with another organization with which such individual is associated), then the individual must bring the conflict to the attention of his/her fellow Trustees, officers, or Committee members and refrain from participating or voting in any decision with respect to the matter. The Corporation shall, in all other respects, comply with Section 15A: 6-8 of the Act in all conflict of interest situations.



## ARTICLE 12

### INDEMNIFICATION

Section 1. Indemnification. The Corporation shall indemnify, in the manner and to the full extent permitted by the Act, as amended, any Trustee or officer of the Corporation who was or is a party to, or is threatened to be made a party to, or who appears as a witness in, any "proceeding" (as such term is defined in Section 15A:3-4 of the Act), whether or not by or in the right of the Corporation, by reason of the fact that such person is or was a Trustee or officer of the Corporation. The Corporation may, to the full extent permitted by law, purchase and maintain insurance on behalf of any such person against any liability which may be asserted against him. To the full extent permitted by law, the indemnification provided herein shall include "expenses" (as such term is defined in said Section 15A:3-4 of the Act), and, in the manner provided by law, any such expenses may be paid by the Corporation in advance of the final disposition of such proceeding. The indemnification provided herein shall not be deemed to limit the right of the Corporation to indemnify any other person for any liabilities or expenses, nor shall it be deemed exclusive of any other rights to which any person seeking indemnification from the Corporation may be entitled under any agreement, vote of Trustees or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office.

## ARTICLE 13

### MISCELLANEOUS PROVISIONS

Section 1. Execution of Instruments. All checks or demands for money and notes of the Corporation shall be signed by such officer or officers as the Board of Trustees, from time to time, may designate, except that checks or other demands for money shall require two (2) signatures in the event that the sum exceeds \$500.

Section 2. Corporate Seal. The Corporate Seal shall have inscribed thereon the name of the Corporation, the year of its creation and the words "Corporate Seal, New Jersey".

## ARTICLE 14

### AUTHORITY AND RESPONSIBILITIES OF THE BOARD

Section 1. Authority and Responsibility. Except as otherwise provided in these Bylaws, the ultimate authority and responsibility for all the activities of the Corporation, including those fiduciary obligations required by law, are vested with the Board of Trustees.

## ARTICLE 15

### AMENDMENTS AND INTERPRETATIONS

Section 1. Amendments. The Members, by a majority vote at any duly constituted regular meeting or special meeting called for the purpose, where a quorum exists, may alter, amend, or repeal any Bylaw, provided written notice of the proposal of such amendment, alteration, or repeal has been given to all Members of the Corporation at least thirty (30) days before such meeting. Amendments will be effective immediately upon adoption unless some other effective date is specified.

Section 2. Interpretations. All questions of interpretation of these Bylaws shall be decided by majority vote of the Board of Trustees at any meeting of the Board where a quorum exists.

Created by Jeff Elliot, Chris Calhoun and Ken Brahl in June 2003

Approved and adopted by the Palmyra Riverton Soccer Club Executive Committee on June 25, 2003

Updated by Jeff Elliot in April 2014

Approved and adopted by the Palmyra Riverton Soccer Club Executive Committee on April 6, 2014

Updated by Committee chaired by Ron Priest in 2017 - 2018

Approved and adopted by the Palmyra Riverton Soccer Club Board and Members an Annual Meeting on May 10, 2018



## Appendix A - Code of Conduct

### PALMYRA RIVERTON SOCCER CLUB CODE OF CONDUCT

**Important information about Youth and sports:** Kids participate in sports primarily because it's *fun*. Adults need to keep it fun. Some adults get too emotional about youth sports because they are too concerned about how their kids are doing, have the mistaken belief that winning is very important, or have a desire for glory through their kids success. Kids need to know that if they're trying their best, they are winners. Parents need to remember that their kids will not be great at everything. Recognizing that, parents can help most by relaxing and enjoying these fleeting years. Set a good example. Children learn by example.

#### COACH'S PLEDGE:

- When I coach I will remember that encouragement and praise for every child, not just the best athletes, are critically important to their self-esteem and their ability to achieve the most they can.
- Promote fun (on & off the field), friendships & learning new skills. Seek no unfair advantages, except those of skill.
- Only provide positive reinforcement and encouragement. Remember, it's only a game, so have fun with it.
- Referees, administrators and opponents should be treated with respect and dignity.
- Official decisions should be accepted without looking angry. Do not make loud offensive remarks. Always be professional.
- Concentrate on coaching, rather than on the accuracy of the referee's decisions.
- Teach each child how to win and lose with dignity and grace. You are their role model, so please act accordingly.
- The idea is to provide the greatest good to the greatest number of children. Children will always remember this experience.
- Give good guidelines to parents. Set high standards. Be firm with parents at games.
- Encourage fair sportsmanship. Treat all participants the way you would want to be treated.
- **I will set a good example.**

#### PLAYERS PLEDGE:

- When I Play I will have fun, make new friends, and learn new skills. Be a good and supportive teammate. Do the best for the team.
- Be generous and kind when you win or lose and be fair and honest, always, no matter what the circumstance.
- Obey the rules of the game. Listen to, and respect your coaches, officials, administrators and referees at all times.
- I recognize that striving to win, rather than winning itself is what is important in sports and life.
- Striving to win means doing the best you can. **I will set a good example.**

#### PARENTS PLEDGE

- When I'm at a game or practice, I will be positive or quiet. I will not be loud towards any participants. I acknowledge that failing to show respect for people who are doing the best they can sets a bad example for our children and can result in my expulsion from the field. If someone else makes an inappropriate comment, I will not make a negative response that could lead to a confrontation.
- I acknowledge that making mistakes and losing are part of life. I pledge that I will be tolerant of the mistakes of players, coaches, referees, and all other participants. I recognize the mistakes are opportunities for learning.
- I will not coach or give suggestions as a spectator. **Leave the coaching to the coach.**
- Children have more need of example and praise and encouragement, than for criticism and negative yelling.
- Be kind and respectful to your child's coaches, teammates and officials. Your child's coaches volunteer to give their personal time to provide a recreational activity for *your* child. These people are providing a valuable community service, often without reward, other than the personal satisfaction of having served the community and making a positive difference in the lives of Pal-Riv children. The best way to better the program is to volunteer to help in any way you can.
- Do not openly question the referee's judgment, and never his/her honesty. The referee is a symbol of fair play, integrity and sportsmanship. Please remember, many referees are still children learning how to ref, so please give them a break. Accept the results of the game, and encourage your child to be gracious in victory, and turn defeat into victory, by working towards improvement. *A child will not remember the results of a game but will remember how they felt of your actions.* **I will set a good example.**

The Palmyra Riverton Soccer Club has adopted this code of conduct for the organization. We are committed to the principles outlined in this code. Failure to abide by this code of conduct may result in disciplinary action, including expulsion from the club, or possible criminal prosecution under New Jersey State Statute. Disciplinary action will be decided by the Palmyra Riverton Soccer Club Executive Board.

I have read and agree to abide by the Palmyra Riverton Soccer Club Code of Conduct:

Signed: \_\_\_\_\_

Adopted by Palmyra Riverton Soccer Club - December 2002



## Appendix B – Conflict of Interest Policy

### Palmyra Riverton Soccer Club Conflict of Interest Policy

#### Article I

##### Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

#### Article II

##### Definitions

##### 1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

##### 2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

#### Article III

##### Procedures

##### 1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

##### 2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

##### 3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

##### 4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Article IV**  
**Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**Article V**  
**Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**Article VI**  
**Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**Article VII**  
**Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

**Article VIII**  
**Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.



## Appendix C - Rules and Regulations

### Palmyra Riverton Soccer Club Rules and Regulations

#### 1. Code of Conduct

The Club shall establish a code of conduct for all members of the Club. This code shall be amended as needed from time to time. (See Appendix A)

#### 2. Player eligibility

The Club will abide by the age group definitions as defined by US Soccer. The Club's philosophy and preference is for kids to play at an age appropriate level. Any variations of these standards for travel teams must follow the process set forth in Appendix F. Deviations of the age policy for rec and indoor is permitted with Club approval if in the best interest of the child and Club.

#### 3. Coach Requirements

Head coaches for all teams will be initially nominated by the respective directors and approved by the Board or such other process adopted by the Board. Thereafter, Coaches will continue to move up with their team from year to year unless they resign or are replaced by the Board for cause in accordance with the Club's rules. The head coaches will choose assistant coaches.

The Club holds, from time to time, mandatory meetings which travel coaches (or their designees) are required to attend. Notice of these meetings will be given to coaches before each meeting, but it is anticipated that the meetings will be held in the Summer (before Fall season); January (before Spring) and before the Fall tryouts.

All travel team coaches for must possess at least a NJ State Certificate (formerly the State F License) and comply with the rules and regulations of the South Jersey Girls Soccer League or South Jersey Soccer league or appropriate governing body for the respective team.

All travel team coaches are responsible to have in their possession coach and player required paperwork (State License, concussion certificate and player med releases) for all team events and the preceding documents plus player passes, referee fees and game day roster for all sanctioned league games and tournaments.

All coaches are required to complete concussion training and submit the certificate to the Club.

All coaches are required to complete an annual background check via appropriate governing body requirements. All club members who volunteer with children and are not registered as a coach with the appropriate league governing body, must complete a KidSafe form annually and comply with any other requirements adopted by the Club.

All coaches are required to promote the purpose of this organization and act in the best interest of all the players.

Travel coaches are responsible to confirm sufficient player numbers prior to the appropriate league registration deadline to limit the risk of teams dropping out post registration and subsequent fines. Fines due to mismanagement of teams are the responsibility of the head coach. Responsibility for fines may be appealed to the Board.

All coaches are responsible to ensure player/parent/coach behavior according to the code of conduct (Appendix A). All fines assessed by leagues due to poor conduct or for violations of league policies (e.g. failure to submit ref survey or exceeding maximum goal differential) are the personal responsibility of the head coach and may not be reimbursed through team funds.

Teams and Coaches are required to report ALL donations to the Club's Treasurer.

All club apparel (both uniform and non-uniform) purchased in the name of the club must clearly include the Palmyra Riverton Soccer Club logo or state "Pal Riv Soccer" or similar wording.

#### 4. PAD

##### A. Discipline

Upon the written request of any Trustee, Member, any interested party or its own initiate, the President or the Board shall have the power to convene the PAD Committee.

The PAD Committee shall meet in person to address the referral, which meeting can also be held via conference call if urgency dictates a phone meeting is necessary. One member of the PAD shall take notes and memorialize the decision of the PAD. The PAD shall try to provide a minimum of one-week notice before any meeting and shall afford the person or team facing discipline the opportunity to attend and be heard at the meeting. The PAD will determine the time and place of such a meeting and the PAD shall have the right to waive the above requirements in the case of an emergency.

**The PAD Committee shall be responsible for administering all matters of disciplinary actions resulting from participating in any League or Club sanctioned activity as they may relate to players, coaches, teams and league officials affiliated with Palmyra Riverton Soccer Club.**

**These sanctions and penalties may be, but are not limited to:**

- A. Suspension of any player, coach, team assistant or an team official from participating in this league's activities or games for a specified period of time.
- B. Forfeiture of any games already played.
- C. Suspension of the team for the rest of the playing season with the remaining games being declared a forfeit.
- D. Declaring a team not to be in good standing and requesting that they be ineligible to play in tournaments, State Cup or other play.
- E. Shall have discretionary powers in interpreting the degree of penalties applied to team personnel and players. The degree of penalty may be increased or decreased according to the gravity of the offense. Ejections are not subject to protest or appeal.
- G. No one, other than the regular PAD Committee members, may attend a PAD committee meeting unless invited by the PAD or the President.
- H. No member of the PAD Committee shall vote on issue (s) involving his/her own team.
- I. Only violations of the By-Laws or Rules and Regulations of the respective governing body shall be deemed appropriate for protest and appeals. The parties involved shall have the opportunity to present their case.
- J. Protest and appeals are to be submitted in writing by email, courier or US Postal Service and delivered to and received by the President..
- K. The PAD Committee shall provide written notice to the parties and the Board of its findings and decision within 72 hours after the hearing.
- L. Any party may appeal the PAD committee's decision to the Board, provided that such appeal is in writing and delivered to the Board within 72 hours after receipt of the PAD Committee's decision. The appeal will be deemed timely if either emailed to the Club President or deposited in the U. S. Mail properly addressed and with adequate postage prepaid within 72 hours after receipt of the decision. The Board shall hear the appeal in Executive Session (unless

waived by the parties) and decided by majority vote of the Board. The Board shall rely on the facts determined by the PAD but shall have the right to consider additional information in its discretion.

### 5. Record keeping

All Club records must be kept by the President. All Club officers and management must turn over all Club records to the President upon completion of their term. All equipment, documents, rosters or computer files regarding the Club's activities are property of the Club and must be returned to the Club at the completion of the term of any officer, coach, or committee member.

The Club shall be responsible to maintain an archive (both electronic and hard copy) of all pertinent Club records, including bylaws, financial records, tax returns, scholarship recipients, corporate filings. 6. Audits

The Club shall appoint auditors, and books and accounts of the Club shall be reviewed or audited annually. The financial year for the Club will end on the 30<sup>th</sup> of April, in each year. A financial statement shall be prepared by the Treasurer and presented to the Board before the books are placed in the hands of the appointed auditors. Seven days prior to the Annual Meeting, a financial statement shall be issued to the Board and the Members, and shall be submitted at the Annual Meeting.

### 7. Colors

The Club colors are Black, White and Red and the colors of the club travel teams will be Black, White and Red.

### 8. Registration

Registration for an upcoming season must be submitted via the designated electronic registration systems and processes to the Registrar by the registration deadline. Any registrations received after the registration deadline will be assigned on an as needed basis as determined by the Club. Registration dates will be as follows unless otherwise changed by the Board.

Annual travel registration - April 1<sup>st</sup> to April 30<sup>th</sup> (with pre-registration for tryout determination held March 1 to March 31), or as modified by the Board. Indoor registration - November 1<sup>st</sup> to November 30<sup>th</sup>

Supplemental Spring registration - January 1<sup>st</sup> to January 31<sup>st</sup> (if needed for any teams)

Parents who feel that they are not able to pay for their child to play must apply for a Hardship Scholarship. To apply for a Hardship Scholarship please contact the head coach of the team or the Club President. Hardship Scholarships will be voted and approved by the Board.

Player registration monies paid to the Club will not be eligible for a refund following the final registration payment deadlines established by the respective leagues (SJSL, SJGSL, EDP, etc.) unless approved by the Board. The established deadlines after which no refunds will be honored for the Fall season is July 1. There will be no refunds approved if a player elects to not play in the Spring with the exception of the scenario where there is no eligible team for the player to join.

Refunds requested prior to the above established July 1 deadline may be eligible for a 50% refund of registration monies paid to the Club.

Registration fees collected are applied by the Club towards league registration fees, player insurance, uniforms and equipment, referee fees, tournaments, training, etc..

### 9. Programs

#### **Recreational Program**

The Recreational Program is designed for players U5 through U8. The program is comprised of two age groups U5/U6 and U7/U8. The Club's Rec Coordinator in consultation with the President shall have the right to authorize players older than U8 to play in the U7/U8 age group or to move players up or down in age group if good cause exists to make an



exception. There is a fall and a spring recreational program. The guidelines and rules for this program will be determined by the Recreational Program Coordinator. Any changes must be approved by the Board. The Club will determine teams for each season based upon registrations and field availability.

### **Travel Program**

The Travel Program is designed for players U8 through U15 in the fall and U8 through U19 in the spring. Boys teams will play in the South Jersey Soccer League and girls teams will play in the South Jersey Girls Soccer League unless otherwise approved by the Board. The guidelines and the rules for these teams is attached as Appendix \_\_\_\_.

### **Indoor Program**

The Indoor Program is designed for players U5 through U15. Games are played in January and February. The guidelines and rules for this program will be determined by the Indoor Program Coordinator. Any changes must be approved by the Board. The Club will determine teams for each season based upon registrations and field availability. The Club's Indoor Coordinator in consultation with the President shall have the right to authorize players to move players up or down in age group if good cause exists to make an exception.

### **Friendship League**

**If registrations warrant enough players to play in the Friendship League, the Club shall develop a program and appoint a coordinator.**

### **Scholarship Program**

The Scholarship Program shall be set forth in Appendix D.

## 10. Club and Team Funds

No savings, checking or other accounts may be opened in the club's name or under the Club's EIN number without approval of the Club's signing officers, as designated in the Bylaws. Within 30 days of the adoption of this Appendix to the Bylaws, the Club's signing officers will be named as authorized signatories to any existing accounts remaining under the club's EIN number. Effective with the close of the 2017-18 season, any funds remaining in accounts linked to the Club's EIN number will be transferred to the Club's account and tracked for the benefit of each team under the stipend process outlined below.

### Stipends

At the beginning of each season, each travel team will be allotted \$1200 in stipend to be used during that season for the training, equipment or tournaments. The Club Board must approve any other use of the Club-allotted stipend funds. All stipend funds are held in the club's primary bank account and distributions are subject to the Club's approval process for other expenses. Any of a team's allotted funds that aren't used before the end of the season year will remain in the club's general fund and can not be carried forward into the team's stipend fund for the following seasonal year.

Club treasurer will manage the accounting of available stipend monies by team account, according to attendance. Stipend monies are per seasonal year (August through July).

Teams, including non-SJSJL teams, may contribute funds to their stipend fund by depositing money with the Treasurer. These additional funds are tracked separately and may be used for purposes other than those defined for the allotted funds as long as the use of the funds benefits the entire team, furthers the purpose of the club and is consistent with the Club's non-profit purpose and conflict of interest policies. All distributions of funds are subject to the Club's approval process for other expenses. Unspent additional contributions can be carried over into subsequent seasonal years. If a team is disbanded, those funds remain in the club's general fund.

Only funds deposited into the Club's accounts can be considered as tax exempt donations. Teams and Coaches are required to report ALL donations to the Club's Treasurer.

Prior to the start of games in the fall season, the head coach of each team will be responsible for reimbursing the Club for any expenditures over the available stipend in the past seasonal year or any expenditures deemed inappropriate by the board.



## Appendix D - Scholarship Policy

Palmyra Riverton Soccer Club  
Scholarship Policy



## Appendix E - Scholarship Policy

### Palmyra Riverton Soccer Club Tryout Policy

# Pal-Riv Soccer Evaluations/Tryouts

#### **Mission:**

The primary objective of PRSC Team Formation is to evaluate players consistently, fairly, and place them according to their abilities on a team best suited for their player development. Every effort is made to place the player in a position to best succeed, inspiring them to continue on their path of soccer development.

Tryouts will be done on an age group basis. Each age group will have at least one scheduled tryout of approximately 90 minutes each (pending numbers). In certain circumstances, it may be necessary to have a secondary tryout to make final evaluations. This will be decided on a case by case basis by the coaches and the PRSC. All players must attend the tryout, or have communicated directly with the coach or the club prior to the tryout explaining why they can't make it and receive PRSC approval for the "excused absence", as set forth below.

All kids of a certain age group will "try out" during their assigned tryout time. Players who have "played up" in an older age group will be considered in the age group for which they have been playing for purposes of tryouts, unless they announce before-hand that they'd like to move back to the age appropriate team. Other players looking to "play up" an age group will need approval from PRSC. Any player who tries out for an older age group will only be considered for that older age group. If after the tryout process is over there are open spots in the younger age group, that player will be given the opportunity to fill those spots.

All age groups having a tryout will be evaluated by a professional and certified soccer organization/company. While exceptions to this rule may be made based on certain circumstances, as approved by PRSC, it is the Club's intention to have a professional and certified soccer organization/company evaluate all tryouts.

For age groups with higher participation that may have enough players for two teams, players will be divided into an "A" team and a "B" Team. The Club will generally not support teams being evenly split as that inevitably leads to hurt feelings and complaints of an unfair process.

#### **Day of Tryouts:**

- Players arrive 15-20 minutes prior to tryout to check in and get warmed up. We want to spend the 90 minutes playing soccer and not lose time stretching.
- Registration must be completed online ahead of time. No walkups will be accepted.
- Players should not wear PRSC apparel.
- Parents and coaches should remain silent observers.
- If a registered player does not attend the tryout, the player is ineligible for that team unless there is room on the roster, or the player receives PRSC approval to miss the Tryout *due to an injury, illness, being away, or other reasonable excuse as determined by PRSC.*

#### **Playing/Trying out up:**

- Age appropriate play is recommended especially for the younger age groups (and required for U8 teams), however players wishing to play up may try out with PRSC approval for the year above.

- The ability to “play up” in an age bracket will largely be determined by the individual player’s skill set, as well as the needs of both teams impacted. Certain age groups may require more players trying out for older teams, while others may be forced to play age appropriate in order to have enough players to roster a team. Final registration numbers may dictate to what degree players will be allowed to “play up.”
- While playing up in a given year gives a player the opportunity to tryout for that same age group the following year, it does not guarantee that player will make that team again. All teams and players change in the fall. No one has any frame of reference in terms of relative skill. It is therefore not guaranteed that a player interested in playing up will automatically be placed on the older A team. If the player does not make the older “A” team, they will be placed on the “B” team for which the tryout ranking places him/her, not necessarily the player’s birth year A team. Exceptions to this policy will be made based on team needs as appropriate, but not based on player requests.
- If your son or daughter is currently playing age appropriate and would like to tryout a year up, please contact the club at [contact@palrivosoccer.com](mailto:contact@palrivosoccer.com). Please note, if your son or daughter is already playing up a year, there is no need to contact the club as they will be able to register for that team automatically.

### **Team Formation and Final Placement:**

- The Palmyra Riverton Soccer Club follows US Soccer Federation roster Recommendations. See USSF Player Development Initiatives here: <https://www.ussoccer.com/coaching-education/resources/us-soccer-player-development-initiatives>.
- Team formation meetings are run by moderators (members of the PRSC Board who are not directly tied to a team due a family relationship or otherwise). Each moderator is an experienced PRSC Soccer volunteer who has served on the Club’s Board and/or coached PRSC teams. The moderators oversee a decision-making process largely driven by the evaluations and rankings submitted by the team trainers that conducted the Tryouts with input from the team’s coaches. The head coach makes the final determination of the team roster in accordance with the Club bylaws and respective league guidelines.
- PRSC shall select two alternate players per team in the event roster spots open up after new teams are announced. Players will be marked Alt 1, Alt 2 from the list of players NOT selected. Alt 1 would move up first, if a player moves, leaves, etc.
- Although there is no guarantee that a player will be placed on a PRSC team after participating in the tryouts, the Club has a high success rate of doing so, with teams in the fall typically returning intact the following year.
- Any player registered after the registration deadline will be placed on a team on an as needed basis.
- In the event that PSRC determines a tryout is needed because the number of registrants exceed the team roster size, all positions on the team are considered “open” pending the results of the tryout and determination of the roster as set forth herein. The PSRC gives a preference for spots on each team to the children of residents of Palmyra and Riverton and out of town players that previously played on the team in a prior year. Then, available roster spots are available to new out of town players.
- In the event that roster spots on a team are open preceding the Spring season, additional players expressing interest are selected as of January 15 in the following preference: (i) Players of a PRSC fall team of the same age group whose team has disbanded; (ii) children of Palmyra and Riverton Residents; and (iii) new out of town players. In the event that there are more players than team spots, the Club shall schedule a tryout. Any spots available after January 15, are selected on a first come basis.