COLONIE SOCCER CLUB, INC. BYLAWS
April 27, 2025

ARTICLE I – NAME

A. CLUB NAME – The name of the Club shall be the **COLONIE SOCCER CLUB** (hereinafter referred to as the CLUB).

ARTICLE II – MEMBERSHIP

A. CONSTITUENCY – Members of the CLUB shall consist of all currently registered players, parents and guardians of players, coaches, trainers, team managers, officers and directors. Membership terms are annual.

B. VOTING MEMBERSHIP – Voting membership for the election of members of the Board of Directors shall consist of coaches, directors, and parents or legal guardians of registered players. To be eligible to participate in any vote, a voting member must be a member of the CLUB n in good standing. Each parent or guardian of a player or players in the CLUB shall be allowed one vote, regardless of the number of children that a parent or guardian may have playing in the CLUB. No more than two (2) votes shall be allowed per player/family. Each coach from the CLUB's travel program shall be allowed one vote. In cases where a coach also has one or more players in the program, the coach shall count as one vote, and an alternate parent/guardian shall receive one vote.

C. CLUB members who are paid employees and contractors of the CLUB shall not be eligible to vote on matters related to the services they provide. For the avoidance of doubt, in no scenario should coaching directors represent a majority in a vote of the board of directors.

ARTICLE III – AFFILIATION, REPRESENTATION, AND UNIFORM

A. AFFILIATION – The CLUB is affiliated with the U. S. Soccer Federation through affiliation with one or more of its Youth Councils (U.S Youth Soccer, American Youth Soccer Organization, and US Club Soccer) and Eastern NY Soccer Association and affiliations.

B. REPRESENTATION – The CLUB represents all communities within the area comprising the South Colonie Central School District but is also open to those outside the District.

C. CLUB UNIFORM – The Sporting Director shall establish standard color and type of uniforms for the CLUB. All players representing the CLUB will wear the approved uniform and CLUB colors.

D. CLUB SEAL AND LOGO – The seal and logo of the CLUB shall be approved by the Board of Directors, and the use of such seal and logo shall be in accordance with the policy approved by the Board of Directors.

ARTICLE IV – STATEMENT OF PURPOSE

A. PURPOSE – The purposes of the CLUB are as follows:

1. To teach the game of soccer to the youth of our community and to educate both youth and parents and guardians about the history, rules, and significance of the game.

2. To provide soccer matches among its members and members of other similarly constituted organizations for the benefit, enjoyment, instruction, and wellbeing of its members.

3. To forward and develop those characteristics of honesty, good fellowship, discipline, team play, and self-reliance which are the essentials of good sportsmanship.

4. To operate a youth soccer club to help in developing the character of the youth of our community and to reach out to children at risk and disadvantaged youth by providing a positive experience through soccer.

5. To foster and engage in competition and to instill a sense of fairness and sportsmanship.

6. To promote the social welfare of the Colonie area by instructing the youth participating in the programs of this CLUB to better themselves physically, morally, and civically, thereby making them better citizens and aiding the community in combating juvenile delinquency.

7. To serve a positive role in the community by encouraging community service by its members.

8. To promote the development of soccer skills and tactical awareness for all players through the provision of training and education by trained coaches, and through the recognition that each player has unique needs based on their developmental level and ability.

9. To prepare and develop the skills of all players interested in playing for public and private teams within the South Colonie Central School District, as well as those players outside the district.

10. To support and provide for the education and training of qualified coaches who will promote these purposes of the CLUB.

11. To accomplish these purposes by encouraging its members to participate in, enjoy and have fun in the sport of soccer.

12. To promote a life-long love and enjoyment of soccer for players and

their families through the accomplishment of the above list of purposes.

ARTICLE V – MEETINGS

A. ANNUAL GENERAL MEETING – There shall be an annual general meeting each year during the month of May, the date of which shall be established by vote at a Board of Directors meeting. Notice of such annual meeting shall be given to the CLUB's general membership at least 14 days prior to the meeting. The members of the Board of Directors shall be elected at the annual general meeting with elections being conducted pursuant to the rules and provisions outlined herein.

B. SPECIAL BOARD OF DIRECTORS MEETINGS AND GENERAL MEETINGS – Special Board of Director's meetings and general meetings may be called by the President or upon the request of a majority of the Board of Directors or by petition of at least 20% of the voting membership to the Board of Directors. The President, when so directed, shall hold said meeting between the 7th and 14th day following receipt of such petitions or request of the Board of Directors. The CLUB's Secretary shall give notice of such meeting at least 5 days prior to the meeting. A majority of those voting shall be required for passage of motions at said meetings, those motions requiring by the Certificate of Incorporation or Bylaws of the CLUB a two-thirds or three-quarters majority being accepted.

C. BOARD OF DIRECTORS MEETINGS – The business of the organization shall be transacted at Board of Directors meetings of the CLUB which shall be held monthly on a date and time selected by the Board of Directors. Unless otherwise stated herein, all resolutions, proposals, elections and questions shall be decided, provided a quorum is present, by a majority vote of the Directors present at the meeting. Each Director shall have one vote, which may not be done by proxy, except in the case of: 1) the filling of a vacancy of a Board member pursuant to Article VI, Section C; 2) the filling of a vacancy of a Board Officer pursuant to Article VII, Section D; or 3) a vote to authorize an Officer or Director of the CLUB to serve as an officer, director, coach, assistant coach, trainer, or team manager for any other CDYSL affiliated youth soccer club pursuant to Article VIII, Section B(2)(a). Such proxies must be in writing, signed by the proxy giver, identify the specific voting choice of the proxy giver, and be given to an Officer of the Board.

D. EMERGENCY VOTE OF THE BOARD OF DIRECTORS – In the event that a matter arises that requires an immediate vote of the Board of Directors, and there is not sufficient time in which to schedule and hold a meeting as provided in Section C herein, and CLUB action is needed on the matter before the next scheduled monthly meeting of the Board of Directors, the President of the CLUB, in his or her capacity as Chairperson of the Board of Directors, may call for a vote of the Board of Directors on the matter in a manner of his or her choosing. All emergency votes will be documented and the results announced at the next monthly meeting.

    1. PROHIBITIONS ON EMERGENCY VOTES – The Board of Directors is prohibited from voting on a matter outside of the general, special or scheduled meeting in each of the following situations:

a. The matter involves a request for the expenditure of CLUB funds in the amount of $1,000.00 or more.

b. At least one-third of the Board's members object to an emergency vote on the matter.

c. The matter is a request to remove an officer or director of the CLUB.

d. The matter involves a grievance filed against a player, coach, team manager, officer, or director.

E. EXECUTIVE SESSION – While meetings of the Board of Directors are open to the CLUB's membership and the general public, the Board of Directors shall have the authority to enter into Executive Session upon motion of a Board member, properly seconded and passed by a majority of the Board in open meeting. The Board may conduct an Executive Session for one or more of the enumerated purposes only:

1. To discuss a grievance involving a player, coach, officer, director, parent, or other member of the CLUB.

2. To discuss requests for coaching and training fees.

3. To discuss issues related to an alleged conflict of interest of an officer or director.

4. To discuss issues related to the qualifications of a coach or assistant coach to coach in, or train players for, the CLUB where such issues may be considered to be of a sensitive or personal nature.

5. To discuss issues regarding proposed, pending, or current litigation.

6. To discuss the proposed acquisition, sale or lease of real property, but only when the publicity resulting from discussions during open meetings could affect the value of the property.

The motion to conduct an Executive Session must identify for which of the above enumerated purpose(s) entry into Executive Session is sought. Attendance at an Executive Session shall be limited to any officer or director of the Board and to any persons authorized by majority vote of the Board of Directors. A motion to come out of Executive Session must be made, properly seconded and adopted by a majority vote of the Board. Any vote of the Board to determine a matter discussed in Executive Session must be held during open meeting and reported in the meeting minutes of the Board.

ARTICLE VI – BOARD OF DIRECTORS

A. DUTIES AND POWERS – The governing authority and managing body of the CLUB is hereby designated as the Board of Directors (the "Board").

1. The Board of Directors shall have the power to manage the property, affairs,

business and concerns of the corporation. It shall be the duty of the Board to exercise such powers in a manner consistent with the applicable statutes and regulations of the State of New York, and the purposes and powers set forth in the Certificate of Incorporation and these Bylaws.

2. The Board of Directors is hereby authorized to establish any policy or procedure deemed necessary for proper and efficient operation of the CLUB and to ensure achievement of the CLUB objectives.

3. The Board of Directors shall approve an annual budget for the CLUB at their regular meeting in the month immediately preceding the beginning of the new fiscal year. A three-quarters vote of the Board of Directors present, providing a quorum is present, shall be required for Board approval of the proposed annual budget.

4. No assignment, referral or delegation of authority by the Board of Directors shall relieve the Board of any of its responsibilities nor limit any of the Board's powers.

5. The Board of Directors shall be empowered to make commitments on behalf of the CLUB not in excess of $2,500 for any item(s) not in the approved budget without prior notice to the general membership.

6. Each member of the Board of Directors may be asked to serve on an ad hoc committee.

B. COMPOSITION – The Board of Directors shall consist of not more than 14 members, who shall be at least nineteen (19) years of age. No two members of the same immediate family shall be allowed to serve on the Board of Directors at the same time. The term of office of seven Directors shall be for two (2) consecutive years beginning on July 1 and ending on June 30 of odd numbered years. Said Board of Directors shall be composed of a President, Vice President, 2nd Vice President, Secretary, Treasurer, Registrar, Sporting Director and up to seven (7) at-large members. The Secretary shall maintain the list of Directors and Officers and their respective terms and the terms of office of any vacant positions.

C. RESIGNATION OR VACANCY – Any Board member absent without good cause shown for three
(3) successive meetings, or who fails to discharge their duties conscientiously, or who resigns, or who for good cause shown, may be removed from office, or have their office declared vacant, by a two-thirds vote of the Board of Directors. Notice of the presentation of such a vote to the Board shall be given to such Director in writing fourteen (14) days in advance of the Board meeting, and such Director shall be given a fair opportunity to be heard on the issue of their removal from office. If time remains in their term, the Board shall assemble a Nominating Committee to meet and present a new member for consideration by the Board. The Nominating Committee shall consist of the CLUB's President, Vice President, 2nd Vice President, Secretary, and Registrar. In the event one of such Officers of the Board was the Board member who resigned or was removed from their office, the remaining four (4) Officers shall fulfill the foregoing duties. Such nomination shall be approved by a two-thirds vote of the remaining Board.

New Directors elected pursuant to this provision shall serve for the remainder of the term of office of the Board member they replace; or the term of office of the vacancy they are elected to fill.

D. COMPENSATION – Except as otherwise provided herein, the members of the Board shall not be compensated in any manner for the performance of Board member services for the CLUB. For the avoidance of doubt, Board members may be compensated for their coaching related services pursuant to *Article IX- Coaches and Licensing*.

ARTICLE VII – OFFICERS

A. ELECTED OFFICERS – The elected Officers of the CLUB shall be a President, a Vice President, a 2nd Vice President, a Treasurer, a Secretary, Sporting Director, and Registrar, who shall have the following duties:

1. PRESIDENT
   a. The President shall serve as Chairperson of the Board of Directors of the CLUB, act as the Chief Executive Officer of the CLUB, and preside over meetings of the Board and general membership.

   b. The President shall act as the only official spokesperson for the CLUB when required, appoint committees and operating personnel as provided by these Bylaws and supervise their operation.

   c. The President shall be an ex-officio member of all committees.

   d. The President shall have the authority to sign or countersign checks on behalf of the CLUB.

   e. The President alone shall be authorized to suspend any member of the CLUB from all activities, when continued participation in the CLUB activities would be considered detrimental to the CLUB. This suspension shall remain in effect for no longer than fourteen (14) days unless reviewed by the Executive Committee, at which time said committee can either continue or override the temporary suspension until reviewed by the full Board of Directors as provided in Article VIII, Section A.4.

   f. The President shall appoint a Board member to preside at a CLUB meeting in the absence of both the President and Vice President.

2. VICE PRESIDENT

   a. The Vice President shall preside in the absence of the President and shall further be an ex-officio member of all committees.

   b. The Vice President shall be designated to the Capital District Youth Soccer League as the CLUB's voting delegate at their meetings or he/she may designate a representative from the Board to act in this capacity. He or she

shall accordingly have the authority to vote for the CLUB at such meetings and act in all respects as the CLUB's representative at such meetings. Nothing contained herein is intended to allow such officer to commit the CLUB to any activity that falls outside the STATEMENT OF PURPOSE of the organization or to vote at such meetings contrary to the specific direction of the Board.

c. The Vice President shall have the authority to either sign or countersign checks on behalf of the CLUB in the absence of the Treasurer or President.

3. SECOND VICE PRESIDENT

a. The Second Vice President shall serve as the Volunteer Coordinator for the CLUB and shall be responsible for recruiting and organizing volunteers for all CLUB activities. The Second Vice President shall have authority to recommend to the Board incentives for recruitment of volunteers, rewards for exceptional volunteer service and sanctions for failure to meet the CLUB's volunteer commitment requirements.

b. The Second Vice President shall serve as the Assistant Registrar.

4. SECRETARY

a. The Secretary shall record the minutes of all the meetings of the Board and of general meetings. Within five (5) days after approval of meeting minutes of the Board of Directors, the Secretary shall publish all meeting minutes. The Secretary may post a draft of meeting minutes that have not been approved by the Board of Directors but must clearly indicate in such posting that said minutes have not been approved by the Board of Directors. The Secretary shall maintain a complete reference file of the minutes of all the meetings.

b. The Secretary shall send notice of all Board meetings to members of the Board as well as team managers, coaches, and designated team representatives.

c. The Secretary shall be responsible for counting and certification of all ballots cast by the general membership and votes taken at meetings of the Board of Directors.

d. The Secretary shall keep in safe custody the Seal of the Corporation and affix it to any instrument authorized by the Board of Directors.

e. The Secretary shall have such other duties and responsibilities as may be assigned by the President of the Board of Directors

5. TREASURER

a. The Treasurer shall maintain records and receipts of all monies handled by the CLUB. The Treasurer shall ensure that all funds are deposited in the name of the CLUB in such depositories as may be designated by the Board of Directors.

b. The Treasurer shall ensure that all accounts are paid by check, and that any check over $2,500.00 shall bear two Officers' signatures.

c. The Treasurer shall produce all financial records when required by the Board of Directors and shall provide a quarterly financial report to the Board, and at such other times as may be requested by the President or Board of Directors.

d. The Treasurer shall be responsible for maintenance of financial records of sufficient detail to allow a tax return to be prepared.

e. The Treasurer shall also contact all team managers and/or coaches concerning any delinquent accounts for that team and shall further advise the Board at each Board meeting concerning any such delinquent team payments that may be due for player registration, transfer, gym or field rental, or other similar team related charges that could adversely affect the good standing of the CLUB in the community.

f. The Treasurer shall have the authority to sign or countersign checks on behalf of the CLUB.

g. With the prior approval of the Board, the Treasurer may retain the services of a certified public accountant to assist the Treasurer in the preparation and filing of tax returns, and to provide other necessary accounting and financial service to the CLUB.

h. The Treasurer shall have such other duties and responsibilities as may be assigned by the President or the Board of Directors.

6. REGISTRAR

a. The Registrar shall be responsible for the registration of all players and for compliance with the registration requirements set forth by the Capital District Youth Soccer League, Eastern New York Youth Soccer Association, and the United States Youth Soccer Association.

b. The Registrar shall ensure that proper parental authorization and a copy of a an approved age verification document (birth certificate or passport) are on file from each player's parent or guardian for permission to participate in the soccer program, and that a signed and appropriately completed medical authorization form has been submitted

authorizing emergency medical treatment for each player by the coach and/or the assistant coach prior to registering any player. The Registrar shall also ensure that fully executed Player and Parent Code of Conduct Forms and a Parent Volunteer Commitment Form are on file for every player in the CLUB.

c. The Registrar shall attend the annual meeting of the CDYSL registrars and obtain all appropriate forms for permission to travel to tournaments, host tournaments, and other similar forms.

d. The Registrar shall serve a term of two consecutive years. The Registrar shall be reimbursed for any out-of-pocket expenses incurred in the performance of his or her duties.

e. The Registrar shall act to ensure that current email addresses for all officers, directors, coaches, team managers, and team representatives are provided to the CLUB's Secretary.

7. SPORTING DIRECTOR

a. The Sporting Director shall oversee all travel soccer operations including player recruitment, player development, training schedules, training curriculum, coaching and Technical Director staff, and all travel team programming.

b. The Sporting Director shall advise fellow Board of Directors on all soccer operational matters.

c. The Sporting Director shall collaborate with fellow Board of Directors and Technical Directors to establish a budget and execute the daily operations of the Club to ensure the overall financial health of the organization.

d. The Sporting Director shall oversee the Boy's Technical Director and the Girl's Technical Director and serve as the liaison between those two positions and Board.

e. The Sporting Director shall advise fellow Board of Directors on CLUB equipment, player and coach apparel, and uniform requirements. The Sporting Director shall select the CLUB's player uniform kit each new cycle.

f. The Sporting Director shall collaborate with and advise fellow Board of Directors on coaching staff salaries.

g. The Sporting Director shall advise fellow Board of Directors on facility matters related to the travel program.

h. The Sporting Director shall be compensated for their work related to the competitive soccer program operations. They will serve as voting members of the Board of Directors.

i. The Sporting Director, in addition to the duties outlined above, is responsible for other duties outlined in Sporting Director job desciptopn on file with the CLUB.

B. ELECTION OF OFFICERS – The Officers of the CLUB shall be elected for two-year terms by the Board-elect by July 1, or as soon thereafter as possible. Officers shall be elected by a majority of votes cast. The term of office of each Officer shall be for the period of two consecutive years, beginning on July 1 and ending on June 30. With the exception of the Registrar, no Officer elected by the Board shall serve in the same position for more than four (4) consecutive years. If the Board is unable to find a member willing to serve in said executive position, an Officer may be approved to serve for an additional year(s).

C. REMOVAL OF ELECTED OFFICERS – In addition to removal for three (3) consecutive unexcused absences from meetings of the Board of Directors, any Officer may be removed for good cause at any time by a vote, provided a quorum exists, of at least two-thirds of the Board of Directors present at any general or special meetings of the Board. Any such removal must be done on at least fourteen (14) days' notice to the affected Officer and all other Officers and members of the Board of Directors. At such meeting, the Officer who sought to be removed shall be given a fair opportunity to be heard on the issue of his/her removal.

D. FILLING OF VACANCIES – If time remains on a removed Officer's term, the Board shall convene a Nominating Committee to nominate a new member to fill the vacant Officer's position. Such nominations must be approved at any general or special meetings of the Board by a majority vote of the remaining Board.

ARTICLE VIII – GOVERNING RULES

A. MEMBERS AND PLAYERS IN GOOD STANDING

1. In conformity with the STATEMENT OF PURPOSE as set in Article IV, all duly registered players, their parents and/or guardians, coaches, team managers, trainers, directors, and Officers shall be considered members in good standing of the CLUB unless their privileges have been suspended or revoked by the Board of Directors or President for activity that is detrimental or in conflict with the CLUB's Code of Conduct.

2. The Board of Directors, after due consideration shall have the right and authority to suspend or revoke the privileges, or otherwise discipline any player, coach, manager, team or CLUB official, or member for violation of the CLUB's Code of Conduct, these Bylaws, or for conduct considered detrimental to the best interests of the CLUB.

3. The Board of Directors shall exercise its authority to suspend or revoke the privileges of any player or member only at a duly constituted meeting upon a two-thirds vote of its members.

4. The President, upon probable cause of serious misconduct being presented to him/her, may temporarily suspend any player or member from participation in CLUB activities, including games, pending review by the Executive Board. Such temporary suspension by the President shall not be for longer than seven (7) days unless such suspension is supported by a majority vote of the Board. If so supported, the suspension shall continue until the next Board of Directors meetings where the matter must be reviewed and voted upon. Failure of the Board to meet or vote on such suspension within twenty-one (21) days of the temporary suspension being imposed shall cause such temporary suspension to be automatically terminated.

5. The Board of Directors specifically reserves the right to revoke or suspend the privileges of any player whose parent/guardian fails to abide by any suspension or revocation of privileges imposed against said parent/guardian.

B. CONFLICTS OF INTEREST

1. DEFINED – The Officers and directors of the CLUB have a fiduciary duty to the CLUB, which includes avoiding conflicts or potential conflicts of interest. A conflict or potential conflict of interest exists whenever an Officer or director has an interest, direct or indirect, which conflicts with their duty to the CLUB, or which could adversely affect an individual's judgment in the discharge of his/her responsibilities to the CLUB.

2. PROHIBITED ACTIVITIES FOR OFFICERS AND DIRECTORS – No Officer or director of the CLUB
shall:

    a. Serve as an officer, director, coach, assistant coach, trainer, or team manager for any other youth soccer club that is affiliated with the CDYSL, unless such service is disclosed to the CLUB's Board of Directors and consented to by a two-thirds majority vote of the whole number of Board members. Said disclosure must be done on an annual basis by August 1, or if after August 1, with the prior approval of the two-thirds majority vote of the whole number of Board members.

    b. Participate in the negotiation of, or a vote of the Board of Directors to approve any lease, contract, purchase, sale or transaction in which the Officer or director, or his/her employer or business, or another youth soccer club with which he/she is affiliated, has or will have an interest, direct or indirect.

    c. Hold an executive Board of Directors position and a paid Technical Director position within the CLUB.

    d. Vote as a member of the Board of Directors to approve any compensation in which he/she has or will have an interest, direct or indirect.

    e. Vote as a member of the Board of Directors to approve his/her request for reimbursement by the CLUB for any licensing course fee paid or to be paid

for a “D”, “C”, “B”, “A” or comparable licensing course to be taken by the Officer or director.

f. Participate in, take action on, or vote as a member of the Board of Directors on any matter that to his/her knowledge would provide a pecuniary or material benefit to himself or herself.

3. PERMITTED ACTIVITIES FOR OFFICERS AND DIRECTORS – While a member of the Board of Directors must recuse himself/herself from taking part in, discussing, or voting relative to any of the foregoing prohibited activities as a member of the Board of Directors, such member shall, as a member of the CLUB, have the right to present to the Board any relevant information on the matter in which he/she has an interest, and to respond to any inquiries of Board members.

4. OTHER PROHIBITED ACTIVITIES FOR CLUB MEMBERS – No Officer, director, coach, assistant coach, trainer, or manage shall:

a. Solicit, directly or indirectly, any gifts or receive or accept any gift having a value greater than that amount specified in the CLUB’s Conflicts of Interest Policy, whether in the form of money, services, loan, travel, entertainment, hospitality, thing or promise, or in any other form, under circumstances in which it could reasonably be expected to influence him/her, in the performance of his/her duties for the CLUB, or was intended as a reward for any action on his/her part.

b. Disclose confidential information acquired in the course of his/her duties for the CLUB or use such information to further his/her personal interest.

C. FINANCES

1. FISCAL YEAR – The CLUB shall operate on a fiscal year beginning on July 1 and ending on June 30.

2. FEES –

a. An annual players registration fee shall be assessed, the amount of which shall be established by the Board of Directors by July 1 of each year, to cover insurance and overall CLUB expenses, including CDYSL registration and fees, referee fees, risk management, field maintenance and rental, administrative costs, equipment and utilities. Such dues, less any amount of waiver approved by the Board of Directors as provided herein, are payable and due upon player registration. Members in arrears in their fees will be considered not in good standing.

b. The Board of Directors may waive the registration fee, or a portion thereof, for coaches, team managers, or players of the CLUB. Any such waiver shall only be valid for a period of one year but may be renewed.

3. FUNDRAISING – All fundraising activities performed by either the CLUB or by an individual team shall be conducted in accordance with the policies and procedures approved by the Board of Directors and shall have prior approval of the Board of Directors.

ARTICLE IX – COACHES AND LICENSING

A. SELECTION AND FEES – All head coaching appointments and any fees requested to be paid to a head coach or trainer shall be subject to review by the Board of Directors and approval by a majority vote of the Board.

B. REGISTRATION AND LICENSING – All coaches must be registered with the Eastern New York Youth Soccer Association (ENYYSA) and the Capital District Youth Soccer League (CDYSL), and possess any license required by both ENYYSA and CDYSL.

C. LICENSING COURSE FEES –

1. Grassroots License: Licensing course fees paid by coaches, assistant coaches or trainers of the CLUB to obtain the Youth Grassroots coaching licenses shall be reimbursed in full by the CLUB upon submission of appropriate documentation to the CLUB's Treasurer evidencing successful completion of the course and payment of the course fee. This includes verification on the US Soccer Coach licensing directory.

2. "D" Licenses and Above: Any coach, assistant coach or trainer of the CLUB seeking reimbursement for the cost of a licensing course fee to obtain a "D", "C", "B", "A", or comparable license, must, before taking the course, obtain the approval of the CLUB's Board of Directors to make such reimbursement by making a written request for reimbursement in the form of an application for a grant to the Board. The Board shall have the discretion to award the applicant a grant in an amount less than the licensing fee requested, and the Board may condition the award of such grant upon the applicant's agreement to coach for the CLUB for a stated term, and/or such other terms as may be established by the Board. Any grant approved by the Board upon stated conditions must be reduced to a written agreement and signed by the applicant and the President of the CLUB. No reimbursement check shall be issued to the applicant until the applicant has provided appropriate documentation evidencing successful completion of the course and payment of the course fee, and the applicant has signed any required grant agreement. A recipient of reimbursement for a licensing course fee pursuant to this paragraph shall be limited to one such reimbursement per fiscal year of the CLUB.

ARTICLE X – COMMITTEES

A. COMMITTEES - Committees may be created for any appropriate purpose by either the CLUB's President or the Board of Directors. Although these committees shall typically be chaired by a member of the Board, the President or the Board may select any CLUB

member to chair or serve on such committees.

B. COMPOSITION OF COMMITTEE MEMBERSHIP –The President, with the approval of the Board, shall establish the composition of each committee. Each committee shall consist of a minimum of three (3) members, at least one of whom shall be a member of the Board of Directors, and no two (2) of whom shall be from the same immediate family. The chairperson of these committees shall be prescribed by these Bylaws or appointed by the President. Membership on a committee shall expire on June 30 each year. The President, upon notice and hearing before the Board, may remove any committee member for cause.

C. LIMITATION OF COMMITTEE MEMBERSHIP – Except as otherwise provided herein, each committee established by the Board shall act as an advisory body only, and may recommend action to the Board of Directors. No activity of such committee shall commit the Board to any policy declaration or action unless and until duly approved by the Board of Directors at a regular or special meeting, or by an emergency vote.

D. SUBCOMMITTEES – All Committees are hereby authorized to form subcommittees and to define the membership thereof, including the appointment of a chairperson. Each subcommittee shall act only as an advisory body to the respective Committee which shall represent the interests and oversee the operations of the subcommittee.

E. RECREATION PROGRAM DIRECTOR - The Recreation Program Director shall be compensated by the Club a fee of $5.00 per registrant for both the Spring and Fall Programs.

ARTICLE XI – RULES OF ORDER AND AMENDMENTS

A. RULES OF ORDER – Robert's Rules of Order shall be the Parliamentary authority for all meetings of this CLUB unless otherwise agreed to at the commencement of any meeting.

B. AMENDMENTS TO BYLAWS – These Bylaws may only be amended in accordance with the following procedure:

1. PROPOSAL OF AMENDMENTS – Amendments to these Bylaws may be proposed by any member of the CLUB at any time. Proposed amendments must be submitted in writing to the Executive Board which, if approved by a majority vote of its members, shall present such proposal(s) to the full Board of Directors at the next regular or special meeting. The Board shall be provided a copy of any proposed amendment(s) at least fourteen (14) days in advance of any meeting at which a vote to approve such amendment(s) shall be taken.

2. REQUIRED VOTE -- A minimum of two-thirds majority vote of the whole number of the members of the Board of Directors shall be required for Board approval of any proposed amendment(s) to these Bylaws.

3. ALTERNATIVE METHOD – These Bylaws may also be amended by an affirmative vote of two-thirds of the voting membership of the CLUB held at

any annual or special meetings if written notice of the proposed amendment(s) is provided to the voting membership at least fourteen (14) days prior to the meeting.

4. EFFECTIVE DATE – Amendments shall become effective immediately upon adoption by the Board of Directors or the voting membership, unless otherwise stipulated in the adopted amendment(s).

5. PUBLICATION OF AMENDMENTS – All adopted amendments shall be posted on the CLUB's web site within fifteen (15) days of adoption and shall otherwise be published to the CLUB as the Board of Directors deems appropriate.

6. MISCELLANEOUS – The CLUB President must sign the official copy of all adopted amendments. The CLUB's Secretary shall keep in his/her possession the official copy of the CLUB Bylaws and all adopted amendments thereto.

C. QUORUM – A quorum shall exist when 51% of the directors are present at a Board of Directors meeting.

ARTICLE XII – DISSOLUTION

A. VOTE REQUIRED – The dissolution and liquidation of the CLUB requires a three-quarters vote of the Membership

B. LIABILITIES AND ASSETS – Upon dissolution, the Board of Directors shall, after paying or making provision for the payment of all liabilities, surrender-all remaining assets to the Town of Colonie.

ARTICLE XIII –SUPERSEDURE

All previous Bylaws of the CLUB, and any amendments thereto, are superseded by the adoption of these Bylaws.

BY:_____

Alan Angelo, President

Certificate of Adoption

I, the undersigned, do hereby certify:

1. That I am the duly elected and acting Secretary of the Colonie Soccer Club; and
2. The foregoing Bylaws constitute the Bylaws of said CLUB duly amended at the meeting of the Board of Directors thereof held on the _____ day of April, 2025.

BY:_____

Angelo Paglialonga, Secretary

Attachment #1

ORGANIZATIONAL CHART

President

- Ex-officio Chair for all committees

Vice President

- Budget and Fees Committee

Second Vice President

- Recreation Director
- Assistant Registrar

Treasurer

- Assistant Treasurer
- Finance Committee
- Fundraising Committee

Secretary

- Web/Social Media Coordinator

Sporting Director

- Boys Technical Director
- Girls Technical Director
- Fields and Equipment Committee
- Uniform Committee

Registrar

- Assistant Registrar
- CDYSL Rep