

## TUALATIN HILLS JUNIOR SOCCER LEAGUE

### BY-LAWS

#### ARTICLE I - NAME

The name of this corporation shall be the TUALATIN HILLS JUNIOR SOCCER LEAGUE, hereinafter referred to as the League. This League is and shall be a non-profit corporation.

#### ARTICLE II - PURPOSE

The purpose of the League shall be to teach, govern and promote the game of soccer for youth players in the Tualatin Hills Park and Recreation District and/or the Beaverton School District #48. The League's primary role is to operate a recreational soccer league as a joint activity of its member recreational clubs. Competitive ("Classic") clubs may be members of the League for purposes of coordination.

#### ARTICLE III - OBJECTIVES

It shall be the objective of the League:

- (1) To promote sportsmanship,
- (2) To promote a sense of fair play within the framework of a team sport,
- (3) To develop an interest in and a working knowledge of the game of soccer.

#### ARTICLE IV - MEMBERSHIP

The membership of this League shall consist of clubs engaged in fostering the game of youth soccer in the Tualatin Hills Park and Recreation District and/or Beaverton School District 48 area.

**A. Effective Dec 1, 2014, Membership in THJSL is limited to Recreational Clubs only, as defined by Oregon Youth Soccer Association (OYSA). Clubs participating in both recreational and competitive programs (Hybrid Clubs) may not be allowed to participate as a member of the THJSL. Clubs defined as competitive only by OYSA may be admitted as ex-officio members with no voting rights. Clubs that do not meet this membership requirements shall face immediate expulsion at the league Annual or a Special General Meeting.**

**B.** Any club wishing to affiliate with the League shall submit to the Board a copy of its by-laws and/or constitution and meet such criteria as may be specified from time to time by the Board of the League. Applications by new clubs shall be considered at the

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Annual meeting or a special General meeting called for that purpose.

**C.** Each affiliated club is entitled to one voting seat on the Board of the League as defined in Article VI. Any club in arrears of dues or assessments or suspended may not vote.

**D.** Any club which attempts to circumvent a decision by the League or damages the interest of the League faces expulsion or suspension at a special General meeting called for this purpose.

**E.** Each member club shall have a minimum of five (5) teams.

#### ARTICLE V - OFFICERS OF THE LEAGUE

A. The officers and their duties are:

1. President

The President is the general representative of the League. The President shall supervise all activities of the League and the work of the officers and Board. The President is the only officer who serves on the Board and shall serve as chairman.

2. Vice-President

The Vice-President shall succeed to the powers of the President in the President's temporary absence. The Vice-President shall assist the President as necessary, and act as Chairman of the Referee Committee and Judicial Committee.

3. Secretary

The Secretary shall attend to all correspondence. The Secretary shall record the minutes of all Annual, General and Board meetings and shall be the custodian of all correspondence initiated by the League or the Board. The Secretary shall give notice of all meetings.

4. Treasurer

The Treasurer shall be in charge of the financial affairs and activities of THJSL, shall keep an accurate, informative, timely, and verifiable record of all moneys received and disbursed by THJSL, all assets owned or controlled by THJSL, and all debts owed by THJSL, disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the General Membership at the AGM, prepare and submit any and all papers required to meet government (local, state, and federal) laws and regulation, including those related to THJSL's Articles of Incorporation and Tax Exempt Status. The treasurer and other officers with

signature authority shall be bonded.

5. Immediate Past President

The Immediate Past President shall assist the Board as necessary, to foster continuity of the THJSL program.

B. The term of office shall be for two (2) years, beginning with the calendar year. No person may hold the same office for more than two (2) consecutive terms. No person may serve as a League officer for more than three (3) consecutive terms, except for the office of Immediate Past President. Exceptions to the term limitation may be made on a case-by-case basis with approved by a majority vote of the board members in attendance at the Annual General Meeting.

ARTICLE VI - BOARD OF DIRECTORS

The governing authority of this League shall be vested with one representative of each club and the League President. The President may not be his club representative and can vote only in the event of a tie. Other officers may serve as their club's representative on the Board.

A. Powers of the Board:

1. The Board shall meet regularly (normally on a monthly basis) to administer the affairs of the League between Annual Meetings.
2. The Board shall adopt a budget and levy dues and assessments.
3. The Board may punish any misconduct by players, coaches or parents either through its own action or by referral to the Judicial committee.
4. When an officer of the League resigns or is unable to complete his or her term of office, the Board shall be empowered to fill the vacancy until the next Annual meeting of the League.
5. The Board, with a two-thirds majority vote, may suspend the powers of any officer. A special General meeting must then be called within thirty (30) days. If the suspension is upheld by a 2/3 vote, then a replacement may be elected at that meeting. If no replacement is elected at that meeting, the Board may replace the officer at a regular meeting of the Board.

B. The Board shall be responsible for:

1. Establishing rules and regulations, including, but not limited to, judicial procedures, and enforcing these by-laws.

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2. From time to time, making or revising interim rules, regulations or policies for specific cases, or occasions not provided for in the by-laws or regular rules and regulations, but which are deemed necessary by the Board to carry out the objectives of the League. Any interim changes to the by-laws shall be limited to the period from adoption to the next Annual meeting.
3. Defining boundaries for each club.

#### ARTICLE VII -STANDING AND SPECIAL COMMITTEES

A. Standing committees shall be appointed for a period of one year.

1. The Referees Committee shall:
  - a. recommend to the Board referee pay scale and reimbursement policies.
  - b. plan the recruiting of new referees
  - c. recommend to the Board the selection of a referee scheduler
  - d. plan the training of new and returning referees
  - e. provide for the evaluation of League referees.
  - f. work with the referee scheduler to insure that all games shall have a qualified referee assigned.

The referee committee shall be chaired by the Vice-President.

2. The Fields Committee shall coordinate the scheduling of all games and fields and work with the Tualatin Hills Park and Recreation District to assure the best possible field conditions.

B. The Judicial committee shall be chaired by the Vice-President. Other members shall be appointed by the President with the consent of the Board. The committee will respond to misconduct reports it receives, in accordance with the League's adopted Judicial procedures.

C. Other special committees may be appointed by the President to make necessary recommendations to the Board.

#### ARTICLE VIII - CONDUCT OF BUSINESS

A majority of the board shall constitute a quorum. All members of the Board have one vote, except the President, who only votes in the event of a tie. Board action requires a majority vote of those present. All business of the League shall be conducted by "Roberts Rules of Order."

#### ARTICLE IX - FINANCIAL OBLIGATIONS AND INDEMNIFICATIONS

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A. The League shall neither assume or be liable for debts and/or financial responsibilities, either implied or incurred, of any player, coach, manager, team assistant, referee, administrator, or other official from any member club, team or other organization.

B. No Officer, Board member, committee member, volunteer, employee or contractor of the League shall be liable for acts, defaults, or neglects of any other officer, Board member, committee member, volunteer, employee or contractor of the League, or for loss sustained by THJSL, unless the same has resulted from their own willful misconduct, willful neglect, or willful negligence.

C. Officers, Board members, committee members, volunteers, employees and contractors of the League shall be indemnified by the League against all reasonable costs, expenses and liabilities, actually and necessarily incurred by or imposed upon them in connection with or resulting from any claim, action, suit, proceeding, investigation, or inquiry of whatever nature in which they may be involved as a party or otherwise by reason of their being or having been Officers, Board members, committee members, volunteers, employees or contractors of the League at the time of the incurring or imposition of such costs, expenses or liabilities, except in relation to matters as to which they shall be finally adjudged in such action, suit, proceeding, investigation or inquiry to be liable for willful misconduct or willful neglect toward THJSL in the performance of their duties as officers, Board members, committee members, volunteers, employees or contractors of the League. In the absence of such final adjudication of the existence of such liability, the Board and each representative may conclusively rely upon an opinion of legal counsel as to whether or not the Officers, Board members, committee members, volunteers, employees or contractors of the League are liable by reason of willful misconduct or willful neglect toward THJSL of their duties. Such legal opinion shall be proceeded by an open hearing held in accordance with principles of due process, selected by or in the manner designated by the Board. The foregoing right to indemnification shall be in addition to and not in limitation of all other rights to which such person may be entitled as a matter of law and shall inure to the benefit of the legal representatives of such person.

#### ARTICLE X - ANNUAL AND SPECIAL GENERAL MEETINGS

An Annual meeting of the League shall take place in December of each year. Special General meetings shall be called as required elsewhere in these by-laws. Notification of the meetings shall be made to each member club at least fourteen days prior to the meeting. Such notice shall include the proposed agenda.

A. Each member club may be represented at the meetings by one voting representative.

B. The officers of the League shall be elected at the December general meeting.

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C. The fiscal year of the League shall begin on January 1.

D. The Treasurer shall prepare an annual report to be distributed to the member clubs by February 15 of the following year. The Treasurer will make the League financial records available to any audit committee appointed by the Board.

E. The President shall present an annual report at the Annual Meeting.

#### ARTICLE XI - RULES AND REGULATIONS

The THJSL Rules and Regulations shall establish league regulations, rules of competition, rules governing players, rules of play and special rules, and shall govern all competition administered by the THJSL.

#### ARTICLE XII - CONDUCT OF PARTICIPANTS

The affiliated clubs are responsible for the conduct of their players and coaches. The clubs are required to take all necessary steps to maintain high levels of good sportsmanship among players, coaches and parents. The League, through its judicial procedures, shall have the power to penalize clubs, teams, coaches and players that do not abide by these standards. Penalties may be in the form of warnings, fines, forfeits or exclusion from League activities. The League's Judicial procedures shall provide for fair, swift, and just hearings for all protests and appeals. The League Board may, at its option, act as an appeal authority from decisions of its Judicial committee. Decisions of the League Board shall be final, except as provided in the League Judicial procedures.

#### ARTICLE XIII - BY-LAW CHANGES

Amendments to the by-laws may be effected at any Annual or Special General meeting of the League upon the affirmative vote of the majority of the representatives present.

#### ARTICLE XIV - DISSOLUTION

In the event of dissolution of the Tualatin Hills Junior Soccer League, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets will be distributed to a corporation which has established tax exempt status under Section 501 (c)(3) of the Internal Revenue Code.

Revised March 4, 2011 to reflect actions taken at Special Meeting of THJSL.