

**Thurston County Youth Soccer  
Association (TCYSA)**

**Blackhills Football Club (BFC)**

**Bylaws**

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# **Article I - Name, Affiliation and Jurisdiction**

## **Section 1**

The Blackhills Football Club (BFC), herein referred to as the “club”, is a select club of Thurston County Youth Soccer Association (TCYSA). As an affiliated club of TCYSA, the club shall abide by and follow the Bylaws and Rules and Regulations of TCYSA, District 7, and WSYSA.

## **Section 2**

The club is authorized by TCYSA to form teams for each age and gender, and enter teams in appropriate leagues and tournaments in accordance with TCYSA Rules and Regulations.

## **Section 3**

The club shall have jurisdiction over all its member teams, as well as associated individuals, such as players, parents, coaches and administrators.

# **Article II – Objectives and Purpose**

## **Section 1**

The objective of the club is to support the development of high level soccer within TCYSA. The club will:

- support the development of soccer skills and player commitment to be able to play at the highest level of competition possible,
- provide top level coaching and facilities,
- emphasize individual player development (rather than team accomplishments) to play at the highest level possible,
- operate in a manner that brings TCYSA clubs and programs together rather than being divisive,
- provide support for other clubs within TCYSA, and
- operate in a manner that allows all players, with the ability and commitment to do so, to financially be able to participate by providing financial aid opportunities to the extent possible when funds are available for players who demonstrate financial need.

## **Section 2**

The purpose of the club is to provide individual and team educational opportunities for players within TCYSA. The program will provide the best possible:

- organizational structure,
- instructional and competitive environment, and
- coaching staff available.

# **Article III – Administrative Authority**

## **Section 1**

The governing authority of the club shall be vested with the club Board of Directors. The club Board of Directors shall be governed by these Bylaws and the Rules and Regulations of TCYSA.

## **Section 2**

The club Board of Directors shall have the authority from time to time to issue policies or instructions necessary to interpret, clarify, modify or further define the club Bylaws.

## **Section 3**

The club and TCYSA specifically disclaim financial responsibility from and shall not assume nor be held liable for, the debts or the financial obligations, either expressed or implied, of any affiliated team or any of their coaches, managers, or officers beyond commitments authorized by the governing body.

# **Article IV – Membership**

## **Section 1**

The membership of the club shall consist of the players selected for participation in the club's teams, parent(s) or guardian(s) of the participating players, the elected and appointed club officials, and team coaches and managers.

## **Section 2**

Players must reside within the boundaries of WSYSA.

## **Section 3**

The club acts across TCYSA Member Club boundaries within TCYSA, and as such is independent of the governing authority of any individual Member Club. The conduct of coaches, managers, players, officials and parents/guardians of the club shall be the responsibility of the club and TCYSA Board of Directors.

# **Article V – Club Colors**

## **Section 1**

The primary representative colors of the club shall be red and black.

# **Article VI – Board of Directors**

## **Section 1**

The club Board of Directors shall be comprised of the club Officers and any at-large members as approved by the Board to ensure appropriate diversity and representation of all club members.

## **Section 2**

The Board of Directors shall vote on the following matters:

- Proposed changes or amendments to the club's Bylaws;
- Appeals to the Board of Directors;
- Filling vacancies on the Board of Directors;
- Removal of Officers based on detrimental actions or neglect of accepted responsibilities;
- Approval of hiring, dismissal, salaries and salary changes for all employees of the club;
- Approval of club budget and fees;
- Any additional club related issues in a manner consistent with these Bylaws.

## **Section 3**

The Board of Directors shall meet as set forth in Article XII of the Bylaws, herein.

# **Article VII – Officer Election Procedures**

## **Section 1**

The Officers of the club shall be elected at a Board meeting by the voting membership of the club's Board of Directors, as follows:

A. Club Officers to be elected are:

- President
- Vice President
- Secretary
- Treasurer

B. Voting membership shall be the club's Board of Directors as described in Article VI, Section 1.

## **Section 2**

Nominations of Officers should be submitted in writing thirty (30) days prior to the Board meeting. However, nominations shall be accepted from the floor at the meeting of the Board.

## **Section 3**

Prior to the election of any officer, the President shall appoint a person who is not a candidate for office to conduct the election. The election results shall be announced to the membership by the election chair who shall state the number of eligible votes, the number of votes counted, the number of votes necessary to elect, and the results of the balloting.

## **Section 4**

A majority of votes cast shall be necessary to elect any officer.

# **Article VIII – Terms of Office**

## **Section 1**

The term of office for club Officers shall commence immediately upon election, and shall continue for a period of three (3) years. Outgoing officers shall assist their successors for a period not to exceed the remainder of the fiscal year, in order to assure a smooth transition. Any at-large members appointed to the Board by the club Board of Directors shall serve for a period of three (3) years, subject to re-appointment for successive terms by the Board.

## **Section 2**

In the event the offices of the President and the Vice President are vacated, the Board of Directors shall elect replacements for the remainder of their respective terms. In the interim, the Board of Directors shall designate a member of the Board of Directors as acting President.

## **Section 3**

Any officer being absent from three (3) consecutive meetings of the Board of Directors, or being negligent in responsibilities to the club, shall be subject to suspension or removal by the Board of Directors.

## **Section 4**

Members of the club's Board of Directors may not be a compensated agent of the club, or an employee of the club. A compensated agent refers to a person receiving fees for services rendered, not a person who is compensated for expenses incurred in order to fulfill official duties in connection with business of the club.

# **Article IX – Responsibilities of Officers**

## **Section 1**

**President:** The president shall supervise all activities of the club; the work of the Board of Directors, and shall chair all meetings of the same. The responsibilities of the President shall include, but not be limited to, the following:

- Be the club representative at the TCYSA meetings, which responsibility may be delegated, subject to approval of the Board;
- Provide assurance that the club's Bylaws are adhered to;
- Appoint directors of committees as the needs of the club may require;
- Be responsible for oversight of the office procedures and personnel, although this responsibility may be delegated;
- Risk management;
- Sign orders on the Treasury.

## **Section 2**

**Vice President:** The Vice President shall assist the President in all business of the club, become Acting President during any temporary absence of the President, and succeed to the Presidency if that office becomes vacant mid-term for any reason. The responsibilities of the Vice President shall include, but not be limited to, the following:

- Oversee the daily operation of the club;
- Develop Request for Proposals (RFPs) for vendors supplying goods or services to the club;
- Oversee all special events and club social activities;
- Sign orders on the Treasury (as necessary).

## **Section 3**

**Secretary:** The responsibilities of the Secretary shall include, but not be limited to, the following:

- Custodian of all office assets and correspondence;
- Compile and publish the club Directory, Team Kit, and Annual Report
- Record, prepare, and with the help of the office staff, publish and distribute minutes in a timely fashion for all meetings of the Board of Directors to required attendees;
- Sign order on the Treasury (as necessary).

## **Section 4**

**Treasurer:** The responsibilities of the Treasurer shall include, but not be limited to, the following:

- Oversees the club Business Manager in the maintenance of the check register and the deposit of all moneys of the club in a chartered bank in the name of Blackhills Football Club;
- Maintain records of all club budgeted funds and other fees, and of funds raised from all sources, including player registration;
- With the assistance of a Certified Public Accountant, the club Business Manager, and/or other qualified professional help, keep the proper accounting on all financial items;
- Direct the club Business Manager in the preparation of financial reports for all Board of Directors Meetings as requested;
- Direct the club Business Manager in the preparation of a proposed annual budget for each fiscal year, including team budgets, with input from the other officers;
- Sign orders on the Treasury as necessary).

# Article X – Committees

## Section 1

Club Committees shall be established as required to satisfy the needs of the club. A club officer shall be an ex- officio member of all committees except the Nominating Committee.

## Section 2

1. Standing Committees, which have a continuing existence shall be the responsibility of a specific member of the Board.
2. The Board shall confirm committee directors annually; and shall publish a list of said committee directors not later than the beginning of the fiscal year. In the event that the responsible club officer fails to submit a name for approval, the President shall appoint the committee director with the approval of the Board.
3. Members of standing committees shall be appointed by the responsible member of the Board, after consultation with the committee director.
4. The budget for each committee shall be included in the club’s budget under the department of the club officer responsible for the committee.

## Section 3

Special Committees may be formed as deemed appropriate by the Board for accomplishing specific tasks. The authorization for these committees shall include provisions for a budget for the duration of the committee, and for appointing a member or members of the Board to be responsible for the committee. The President shall appoint a director of such committees, subject to the approval of the Board.

# Article XI – Finances

## Section 1

**Fiscal Year:** The fiscal year of the club shall begin at 12:01 on April 1, and end at 11:59 PM on March 31, of the following year. All financial rules and regulations are in effect during the twelve (12) months of the fiscal year.

## Section 2

**Budget:** The Treasurer and club Business Manager, with support from the club’s Board, shall prepare a proposed budget for the next fiscal year. Copies of the proposed budget, by line item, shall be submitted to the Board at least thirty (30) days prior to the meeting at which it is scheduled for adoption. Copies of the approved budget, by line item, shall be printed in the Annual Report. The budget shall be limited for any given year to expected income, plus reserve for that year if deemed appropriate by the Board.

### **Section 3**

**Review of Finances:** The financial books and accounts of the club, maintained by the Treasurer, shall be subject to a financial review biannually. The person who conducts the financial review may not be a member of the Board or an employee of the club.

### **Section 4**

**Financial Reports:** A monthly report should be provided to the Board of Directors. A current fiscal year statement of the Income and Disbursements of Funds will be included in the club's Annual Report. A fiscal year statement of Income and Disbursements of Funds shall be prepared and distributed to the club's Board of Directors after each financial review referenced in Article XI, Section 3.

### **Section 5**

**Disbursement of Funds:** All amounts shall be paid by check, which shall be signed by two (2) club officers, or one club officer and the club Business Manager, signers to be designated by the President. Nominal club expenses may be paid by debit/credit card as authorized by the Board.

### **Section 6**

**Fundraising:** Any fundraising programs, including marketing, in the name of Blackhills Football Club and/or using the logo of Blackhills Football Club require Board of Directors approval.

### **Section 7**

**Business Conflict of Interest:** No members of the club shall engage themselves in a club position or function in an effort to gain advantage for their personal or business gain. Any potential conflict of interest shall be declared in a disclosure statement to the Board of Directors, either voluntarily or upon the request of the Board. If a conflict of interest is evident, the Board shall request the withdrawal of the person or recommend an investigation by the Board of Directors for removal.

## **Article XII – Meetings**

### **Section 1**

The club shall have at least four (4) meetings of the Board of Directors each operating year: one of which shall be held in the spring and one of which shall be held in the winter.

# Article XIII – Voting and Quorum

## Section 1

Proxy vote by email or other method as approved by the Board of Directors is acceptable. The President shall exercise voting rights only in the case of a tie vote.

## Section 2

A quorum for all Board of Directors Meetings shall consist of at least the President, or Acting President, and one (1) other club officer, and three other members of the Board. The regular members present at duly called or duly held meetings at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of members required to constitute a quorum.

# Article XIV – General Operating Procedures

## Section 1 – General Program

- The Board of Directors is responsible for the hiring and dismissal of the Coaching Director;
- The Board of Directors is responsible for the hiring and dismissal of team coaches. The Coaching Director, President, Director of Operations and Director of Teams will recommend team coaches of each age/gender group;
- The Board of Directors will hire a club Business Manager;
- The Director of Coaching, team coaches, club Registrar, and club Business Manager will be employees of the club;
- The Board of Directors will be responsible for formalizing the details (salary, pay schedule, length of employment, accountability) for the Director of Coaching, team coaches, club Registrar, and club Business Manager positions;
- The Board of Directors will be responsible for annually evaluating the Coaching Director, team coaches, club Registrar, and club Business Manager. The Coaching Director will be responsible for providing team coaches evaluations to the Board;
- The Director of Teams in conjunction with each age/gender group team coach will appoint a Team Manager for that same age/gender group team.

## Section 2 – Fundraising

- The Board may from time to time approve fundraising activities. For each fundraiser, the Board shall establish a committee and a proposal shall identify the purpose of the funds to be raised and establish a budget for expenses to be incurred in the course of the activity;

- The Treasurer shall establish a separate account to track the flow of funds for each fundraising activity, including the carrying over to future operating years those funds dedicated to specified future activities with Board approval and provide a monthly accounting report to the Board and yearly accounting to all members.

### **Section 3 – Tryouts**

- All club players will be selected through a club administered tryout process;
- The Board of Directors, Coaching Director and team coaches will be responsible for organizing and running the tryouts;
- The Coaching Director will oversee the tryout process to include, but not be limited to, the following: provide evaluators, develop a means of player evaluation/rating system, ensure proper equipment is available (pinnies, balls, medical kit, field site, and tryout brochures distribution);
- Evaluators must not have any family members involved in the age group they are evaluating;
- Each age group coach will contact all players attending tryouts to communicate the tryout results. This communication will be done by telephone, in person or by letter;
- All players within TCYSA, District 7, and WSYSA will have an equal opportunity to tryout for the club. The club is designed to select the best players within TCYSA, District 7, and WSYSA. Players will be judged on commitment, soccer skill, athleticism, and attitude.

## **Article XV - Amendments**

### **Section 1**

Proposed changes or amendments to these Bylaws are to be provided to the members of the club Board of Directors thirty (30) days before consideration by the Board of Directors.

### **Section 2**

Changes to these Bylaws may be made at any regular club Board of Directors meeting by a majority vote of the Board.

### **Section 3**

Changes or amendments to the club’s Bylaws shall be in effect from the date of adoption, unless determined otherwise by the Board of Directors at the time of adoption.

### **Section 4**

The club Secretary shall mail or email notice of changes to these Bylaws within thirty (30) days to all TCYSA Officers, Club presidents and representatives, and voting members of the club Board of Directors.