



MERRIMACK VALLEY YOUTH SOCCER

Merrimack Valley Youth Soccer ByLaws

Last Updated: Dec 23, 2024

Article 1 - Name

1.1 Name

The name of this organization shall be known as Merrimack Valley Youth Soccer, a non-profit corporation registered in the State of New Hampshire. From here on out, it will be referred to as "MVYS".

Article 2 - Purposes

2.1: Purposes

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (MVYS) 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 or federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2.2: Mission

The mission of Merrimack Valley Youth Soccer (MVYS) is to foster individual player development and instill a love for soccer within the Merrimack Valley community. We are dedicated to promoting excellence and enjoyment at every level, creating a supportive environment for players, coaches, teams, officials, and administrators. By encouraging both skill growth and sportsmanship, MVYS strives to offer the highest level of play and a lifelong passion for the game.

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2.3: Discrimination Policy

Merrimack Valley Soccer League and its members are committed to a policy of equal opportunity and prohibit discrimination or harassment on the basis of race, color, creed, religion, sex, age, sexual orientation, national origin or disability. This in no way abridges MVYS's mission to promote the game of soccer for youth under age 21 in the State of New Hampshire.

Article 3 - Administration

3.1 Board Members

- A. Board Members: MVYS will be run by up to eight (8) Board Members. This includes the role of President, Vice President, Treasurer, Secretary, Event & Sponsor Coordinator, Scheduling Manager, Equipment Manager, and two (2) Members At Large. These are entirely voluntary roles. The MVYS will require a minimum of five (5) unrelated board members at any time. If we are unable to meet this requirement for one quarter (3 months), we will need to follow state guidelines as needed for reporting.
- B. Compensation: Board Members will not be entitled to direct compensation. Out of Pocket expenses should be discussed prior to and approved by the MVYS Board. Receipts will be provided to MVYS Treasurer for reimbursement within seven (7) days of receipt by email or provided in person. Mileage is not a reimbursable expense. To continue our non profit, tax- exempt status under the Internal Revenue Code, no part of the MVYS net earnings shall benefit or be distributed to any MVYS Board Member or private persons, unless directly related to services rendered through contract or incurred debt by MVYS. Examples include, but are not limited to, team jerseys, equipment, etc.
- C. Election: All Board and At Large Members shall be agreed and voted upon at the first annual meeting of each season. Candidates for each position will announce their interest prior to the meeting and votes shall be cast for the elected office. The candidate having the majority vote shall be elected into office. In the event of a tie, the current or outgoing MVYS President shall cast the deciding vote. In the event of a tie for the role of MVYS President, the position will be decided by the majority of elected Board Members currently elected and vested.
- D. Voting: All proposals brought to the MVYS Board will undergo voting with a quorum of Board Members available. A two thirds ($\frac{2}{3}$) majority vote is needed to pass the proposal forward. Documentation will be made in the Meeting Minutes with date and those approved and opposed. If there are multiple Board Members in a single household, their collective votes shall count as one (1).
 - a. For activities not requiring amendments to the Rules or Bylaws or voting in new members, a virtual vote shall be accepted through email or text. At any point, any

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Board Member may request a meeting (virtual or in-person) vote which will nullify any virtual vote in progress.

- b. Virtual votes will be accepted for 72 hours or until all members have voted.
 - c. The secretary shall be responsible for documenting any virtual votes and the results in the next scheduled Board Meeting.
 - d. Voting by proxy is not allowed, Board Members must cast their vote directly.
- E. Vacancies: All MVYS Board vacancies will be filled promptly. Vacant roles will be offered to current board members or at-large members first before being opened to external candidates.
- F. Resignation: Any MVYS Board Member may resign at any time. Resignation shall be made in writing and take effect immediately. The exception would be for the MVYS Board Treasurer. Treasurer resignation may only come when an alternative has been found and voted in. It will be the responsibility of the resigning Treasurer to transfer bank account ownership to the newly appointed Treasurer and pass along all tax info and financial records. Resignation of the Treasurer will be completed when everything has been successfully transferred. In the event that the timeline doesn't allow, the resigning Treasurer's resignation will begin as soon as all tax and financial documents are transferred to the acting MVYS President.
- G. Removal of Directors: Any MVYS Board Member may be removed by a two thirds ($\frac{2}{3}$) majority vote at Special Meeting where the quorum will present just cause, including violations of terms and conditions of the MVYS Bylaws as started.

3.2. Classification and Duties of Board Members:

- A. President: The role of President is to oversee and direct all activities of the MVYS program and preside over all Board meetings. He/She will also have the final vote in the event of a tie. He/She will also represent other associations, such as Merrimack Valley Soccer League (MVSL), on behalf of MVYS. He/She will also be in attendance on every MVSL meeting held in person or virtually to ensure adherence to MVSL bylaws, game rules, and oversee game schedules. The President will be responsible for all communications to coaches/parents on behalf of MVYS including and not limited to, schedule changes, game cancellations, coach communications, ect. He/ She will also be responsible for providing a yearly schedule of events.

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- B. Vice President: The role of the Vice President is to assume the duties of the President should he/she be absent or unable to perform duties. He/She will also be responsible to facilitate any meetings should the President be unable to attend. The Vice President will also be responsible for attending any MVSL meetings that the acting MVYS President is unable to attend. He/She will also assist the President with any of his/her duties. In the event the acting President leaves office, the Vice President will assume the role of acting President until a special meeting is held to vote in a new acting President.

- C. Marketing & Sponsor Coordinator: The role of the Event & Sponsor Coordinator is to ensure the success and funding of the league through both league and team sponsors. He/She is also responsible for managing all sponsorships along with Social Media communications. He/She will be responsible for coordinating the year end Jamboree/MV Cup. This includes, but is not limited to, heading the Jamboree Planning Committee, recruiting volunteers, assisting in league sponsor recognition, medals/awards, concessions, communications to all parents/ coaches regarding this event, or anything pertaining to this event, assisting the Schedule & Roster Coordinator in Jamboree game/ ref schedules.

- D. Schedule & Roster Coordinator: The role of the Schedule & Roster Coordinator is to ensure efficient and optimized scheduling across practices, games, and referees. The Schedule Coordinator will manage all scheduling and be responsible for working with the President on communications to parents and coaches. In addition, the Schedule Coordinator will be responsible for providing an accurate record of referee game logs to the treasurer at end of season for payment. If the Schedule Coordinator role is unfilled, these responsibilities will fall to the Secretary with support from the Vice President.

- E. Treasurer: The role of Treasurer is to keep a detailed and verifiable account of income and expenditures for the MVYS program. He/She will be responsible for depositing all income from registrations as well as sponsorships into the designated MVYS bank account, where he/she is the predominant holder. The Treasurer will be responsible for creating and enforcing yearly budgets. He/She will be responsible for presenting the state of financial affairs at the beginning of every Board Meeting. He/She will also be responsible for filing yearly taxes with the Internal Revenue Service in order to keep and maintain our non profit status.

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- F. Secretary: The Secretary shall attend all meetings, Board and Subcommittee. He/She shall be responsible for keeping records of all meeting notes, including date, attendance, specifying if virtual/ in person, proposals that were voted upon, etc. Upon completion of the meeting, the meeting minutes will be uploaded into Google Drive for public documentation. He/She is responsible for dispersing Sponsorship receipts upon conclusion of the season. The Secretary will coordinate updating the MVYS Bylaws, Handbook, and Coaches Code of Conduct yearly in preparation for Parent/Coach communication.

- G. Equipment Manager: The role of Equipment Manager is dedicated to maintaining the fields, equipment, and facilities that our teams and players rely on each season. The equipment manager will be responsible for assigning and collecting coach and referee kits each season, along with field maintenance and care. This will include coordinating with any external managing entities for field management. The Equipment Manager will work within the defined and approved budget and any exceptions should be reviewed and approved by a majority Board vote.

- H. Members at Large: Up to two (2) At-Large Members to be elected each year at the annual season meeting. The terms of the At-Large Directors shall expire in alternating years.

3.3 Meetings

- A. The MVYS Board will meet no less than monthly, with the schedule being established and published at the first board meeting of each new season. Meetings will be held virtually unless outlined as an in-person meeting below.
- B. The MVYS Board will have a total of four (4) in-person meetings annually, scheduled quarterly at the first board meeting of each new season.
- C. Special Meetings can be called by the President, Vice President, or any two (2) board members at any time. The secretary shall furnish the invite and agenda.
- D. The President, Vice President, or requesting Board Members shall specify the place, date and time of such meeting. The Secretary shall furnish the Board with written notice of the meeting at least five (5) days prior to such meeting.
- E. The Secretary shall furnish meeting minutes within three (3) days of meeting completion, and lead ratification of prior meeting minutes at the beginning of each subsequent meeting.

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3.4 Committees

- A. Periodically, the Board may call a Committee for specific projects or events. The Committee can be called by any members with a majority vote. The Committee requires participation from a minimum of 25% of the active Board members.
- B. The committee shall provide a report and summary at each Board Meeting until the Committee has completed its purpose. Once completed, any action plans will be voted on by the Board and be subject to normal voting rules outlined in the "Voting" section above.
- C. A committee can be dissolved at any point by a $\frac{2}{3}$ majority vote from the Board.

ARTICLE 5 – FINANCIAL POLICY

5.1 FISCAL YEAR

The fiscal year for the purposes of the corporation shall correspond to the calendar year. From the inception of the corporation until its first annual season meeting, MVYS shall maintain financial accounting of the existing informal league consistent with the new corporation Bylaws. At the end of the first annual meeting of the new corporation, all current balances, accounts, funds, receipts and disbursements of the new corporation shall be conjoined in a single operating budget for operational and reporting purposes, which will be designed to meet all mandated fiduciary responsibilities.

5.2 BUDGET

A proposed budget including registration fees for the forthcoming fiscal year shall be prepared by the Treasurer in consultation with the Board of Directors and approved at the first annual Board Meeting by a simple majority vote.

ARTICLE 6 - RULES & REGULATIONS

6.1 RULES AND REGULATIONS

The Board of Directors shall establish, review, and revise rules and regulations governing: (1) league seasons and tournaments; (2) modifications to the FIFA Laws of the Game for league play; and (3) codes of ethics for players, coaches, officials, fans, and MVYS Directors and members. The Board may also adopt additional rules as necessary for the corporation's activities and members. Upon

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adoption or amendment of any rule or regulation, the Board shall provide notice to the league of any changes or updates. Any changes to the rules requires a majority vote.

ARTICLE 7 – PROTEST, APPEALS, DISCIPLINE, MISCONDUCT, AND ESCALATION

7.1 COMMITTEES AND RESPONSIBILITIES

To address issues of protest, appeals, discipline, misconduct, and Code of Conduct violations, the Board of Directors will establish committees to ensure fair and effective resolution of matters as they arise.

- A. **Escalation Committee** Annually, the Board shall elect three members to serve on the Escalation Committee, which will handle Code of Conduct violations, player concerns, and coaching issues. This Committee convenes as needed to address specific concerns, providing updates to the Board at subsequent regular meetings.
 - a. **Concerns about Players/Parents** Coaches should address concerns about players with the respective parents before escalating to the Escalation Committee. If the issue remains unresolved, or if there is a safety concern for other players, the Coach may contact the Escalation Committee at mvyouthsoccer@gmail.com. The Committee will respond within 24 hours and, if appropriate, arrange a mediated meeting with the Coach and parents. Sensitive issues or cases where parents request privacy will be handled with discretion.
 - b. **Concerns about Coaches** Parents may contact the League at any time with concerns related to the [Code of Conduct](#) and League [rules](#). The Escalation Committee or a designated member will reach out to the Coach to address the matter amicably. In extreme cases, such as safety concerns or inappropriate conduct (e.g., derogatory or racial comments), the Committee has the authority to suspend a Coach immediately pending further review. If necessary, the Committee will appoint a temporary Coach to maintain team practices and game commitments. Any decision to terminate a Coach's affiliation with the League requires a majority vote by the Board, which may be called upon by the Escalation Committee in urgent situations.
 - c. **Concerns about League Decisions or Rules:** At any time, the coaches and/or parents can bring concerns regarding MVYS League play, rules, or decisions. These will be reviewed by the Escalation Committee and feedback will be given to the board at the next scheduled board meeting except in extreme cases where the Committee will call an emergency board meeting to review the concerns.
- B. The Escalation Committee shall be empowered to issue disciplinary action as outlined in our Rules & Regulation, up to and including ejection from the league if necessary.
- C. The Escalation Committee will provide a summary of the situation and outcome at the next regularly scheduled Board Meeting. The Escalation Committee has the power to call a Special Meeting of the board at any time.

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- D. The Board of Directors reserves the right to establish additional committees to investigate, evaluate, or review any issues deemed appropriate, ensuring the ongoing integrity and safety of MVYS activities.

ARTICLE 8 – INDEMNIFICATION

8.1 RIGHT TO INDEMNIFICATION AND PROCEDURES

This corporation shall indemnify any Director, officer or employee of this corporation against expenses actually and necessarily incurred by such Director, officer or employee in connection with the defense of any action, suit or proceedings, or in connection with any appeal therein in which such individual is made a party by reason of begin or having been such Director, officer or employee, except in relation to matters as to which such individual shall be adjudged in such action, suit or proceeding, to be guilty of bad faith or willful misconduct. The corporation shall also reimburse any such Director, officer or employee for the reasonable costs of settlement of any such action, suit or proceedings if it shall be found by a majority of a committee composed of Directors not involved in the matter in controversy (whether or not a quorum) that it was in the interests of this corporation that such settlement be made and that such Director, officer or employee was not guilty of bad faith or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which any Director, officer or employee may be entitled under any by-laws, NHSA policy, agreement or otherwise.

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ARTICLE 9 – AMENDMENT

9.1 AMENDMENT


The By-Laws may be amended, altered or repealed by a two-thirds (2/3) majority vote of a duly called meeting of the corporation membership. A proposal to amend the By-Laws may be put forth by the Board of Directors, a Director, or a coach. Any proposal to amend these provisions shall be submitted in writing to the Executive Committee no later than 30 days prior to the Annual Meeting of the corporation membership or a Special Meeting called for that purpose. A copy of proposed amendment changes shall be provided to the membership no less than 15 days prior to any such meeting.

ARTICLE 10 – DISSOLUTION

10.1 DISSOLUTION

In the event that MVYS dissolves or becomes defunct, all assets remaining after payment of debts and obligations shall be proportionally distributed among the remaining affiliated corporate membership, i.e. towns and organizations, based on the prior year's registration fees, dues and other assessments or charges, provided such town or organization is a member in good standing with MVYS at the time of such dissolution.

12/23/2024
Date Ratified


[Redacted Signature]

President


[Redacted Signature]

Vice President