Pendleton Youth Soccer Association By-Laws

ARTICLE I

NAME

The name of this corporation shall be Pendleton Youth Soccer Association, Inc. (hereinafter "PYSA). For convenience and clarity, this organization shall be authorized to use the abbreviations PYSA on checks,press releases, etc.

ARTICLE II

LOCATION AND OFFICES

The principal office of PYSA shall be located in the State of Indiana. The address of the resident agent of PYSA required by the Indiana Not-For-Profit Corporation Act of 1991 may be, but need not be identical with the principal office of PYSA.The address of the principal office and the designation of the resident agent may be changed from time to time as authorized by the Board of Directors.

ARTICLE III

FISCAL YEAR AND SEASONAL YEAR

The fiscal year of Pendleton Youth Soccer Association shall begin on July 1 and end on June 30 of each year. The seasonal playing year shall be established by the Board of Directors and may include fall, spring, summer, and winter programming as applicable. The Board of Directors shall have the authority to adjust the seasonal calendar as necessary to meet the needs of the organization.

ARTICLE IV

SECTION ONE

PURPOSE AND GOVERNING PROVISIONS

This corporation is organized for the purpose of providing youth with an opportunity to learn and play the game of soccer and in doing so, also learn the principles of good sportsmanship, honesty, cooperation, teamwork, and respect for authority. PYSA is administered consistent with the policies and procedures of Indiana Youth Soccer Association (hereinafter "IYSA"), United States Youth Soccer Association (hereinafter "USYSA"), United States Soccer Federation (hereinafter "USSF"), and the United States Olympic Committee (USOC).

The said corporation is organized exclusively for charitable and educational purposes,

including for such purposes, the making of distribution to organizations that qualify as tax exempt organization under 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. The corporation shall be deeded a public benefit corporation.

SECTION TWO

PROGRAM

To achieve its objectives, PYSA will provide a supervised, orderly, and progressive program of instruction (curriculum) and competitive soccer games. All officers, directors, players, parents, sponsors, and supporters shall bear in mind that the attainment of exceptional athletic skills or the winning of a game is secondary, and that the molding of future adults is of primary importance. Directors of the club (through the Board of Directors) shall strive to provide reasonably equal benefits and opportunities to all registered players whether recreational, instructional, or travel.

SECTION THREE

AFFILIATION

PYSA shall be affiliated with the IYSA, USYSA, and USSF and shall comply with their rules.

ARTICLE V

MEMBERSHIP

SECTION ONE

ELIGIBILITY. Membership shall be open to anyone showing interest in promoting the game of soccer and the objectives and the programs of PYSA as stated herein, upon fulfilling such conditions as PYSA may establish. The Membership shall be liable for membership dues that the Board of Directors stipulates.

PYSA will not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin.

SECTION TWO

CLASSES OF MEMBERSHIP. Membership shall consist of the following four classes:

1. PLAYER MEMBER. Any player for whom PYSA has registered for the soccer season shall be deemed a PLAYER MEMBER for 12 months from the date of paid registration with PYSA. Such members shall be non-voting and shall pay no dues or fees beyond the amounts assessed at registration, except for assessments which may be made to cover

expenditures of approved activities of PYSA.
In the event a PLAYER MEMBER is 18 years of age or greater, he/she shall have the right to vote at the Annual General Meeting and any special meeting of the membership of PYSA. When an eligible PLAYER MEMBER has the right to vote, their corresponding

PARENT(S)/GUARDIAN relinquishes their representative vote at the Annual General Meeting and any special meeting of the membership of PYSA.

2. PARENT(S)/GUARDIAN OF A PLAYER MEMBER.
Members who are parents or legal guardians of a player in good standing, and who have met all financial obligations to PYSA, shall have the right to vote at the Annual General Meeting and any special meeting of the membership.

Each parent or guardian shall be entitled to one vote per Player Member.

Example: A household with two parents/guardians and two Player Members shall have a total of two votes.

3. STAFF MEMBER. Any person who PYSA has authorized and compensated to supervise, instruct, demonstrate, test, evaluate, or render medical assistance to any player members in the course of objectives and programs of the Corporation shall be deemed a STAFF MEMBER. STAFF MEMBERS shall be non-voting unless they meet the voting criteria for player or player representatives.

4. BOARD OF DIRECTORS. All persons on the Board of Directors of PYSA shall be members and each shall have a right to exercise one vote on any and all matters and business brought before the Board of Directors of PYSA with the exception of the annual meeting or special meetings brought to vote before the membership. Board of Director Members maintain their "PARENT(S)/GUARDIAN of a PLAYER MEMBER" voting rights in annual meetings or special meetings brought to vote before the membership.

SECTION THREE

Termination, Suspension, or Removal

Membership, operational staff roles, volunteer roles, appointed positions, and Board positions may be terminated, suspended, or removed by action of the Board of Directors for reasonable cause.

The Board of Directors shall have the authority to discipline, suspend, or remove any individual when that individual’s conduct, actions, communication, failure to meet role expectations, or participation is determined to be detrimental to the best interests, safety, operations, reputation, or mission of Pendleton Youth Soccer Association.

The authority to determine whether an individual has failed to uphold the duties, standards, expectations, or responsibilities of their role shall rest with the Board of Directors.

The individual shall be given notice of the concern and an opportunity to respond before final action is taken. The Board may impose an immediate temporary suspension when necessary to protect the safety, integrity, operations, or reputation of the organization, pending further review.

Removal or disciplinary action shall require a two-thirds vote of the Board of Directors at any duly constituted meeting.

The terminated member will be given the opportunity to appear at an appeals meeting to answer such charges. The terminated member has 30 days from the date of termination to file an appeal with the Board of Directors. An appeals meeting will be held within seven (7) days of an appeal meeting request. No lawyer shall represent any member at a hearing of a dispute or claim.

In case of a PLAYER MEMBER, the Board of Directors shall give notice to the representative PARENT(S)/GUARDIAN MEMBER. The PARENT(S)/GUARDIAN MEMBER shall appear, in the capacity of an advisor to the player, with the player, before the appeals committee, which shall have full power to suspend or revoke the player's right of future participation by majority vote. The coach of the PLAYER MEMBER also has the right to attend an appeals meeting as an advisor to the PLAYER MEMBER.

The appeals committee shall be composed of a minimum of 3 members of the Board of Directors. The appeals committee reserves the right to request or deny the presence of any other member of PYSA other than the member(s) appearing before the appeals committee.

ARTICLE VI

BOARD OF DIRECTORS

SECTION ONE

NUMBER OF DIRECTORS

The number of directors shall be at least three (3) but no more than fifteen (15).

SECTION TWO

Members of the Board of Directors shall include the President, Vice President, Treasurer, Communications/Secretary, and three At-Large Board Members.

At-Large Board Members shall serve as voting members of the Board of Directors and may assist with duties, committees, projects, administrative support, sponsorship efforts, errands, or
responsibilities as assigned by the Board of Directors.

SECTION THREE

Board Member Eligibility and Restrictions

All Board Members must comply with all applicable PYSA, Indiana Soccer, and risk management requirements.

No individual may serve on the Board of Directors if they have been convicted of a felony involving violence, abuse, misconduct involving minors, or any crime that would pose a risk to the safety, reputation, or integrity of the organization.

The Board reserves the right to review any background, conduct, or eligibility concern and determine whether an individual may serve or continue serving on the Board.

Any Board Member charged with a criminal offense may be suspended from duties pending review by the Board of Directors.

SECTION FOUR

ELIGIBILITY AND NOMINATION

Any adult, including, but not limited to parents or guardians of PLAYER MEMBERS, STAFF MEMBERS, coaches, referees, sponsors, accomplished soccer personalities and/or persons who have been, for at least a full year, active in supporting and promoting the objectives and programs of Pendleton Youth Soccer Association, Inc., may be elected to serve as members of the Board of Directors.

Board Nominations-PROPOSED ADDITION

Board candidates may be nominated by the Nominating Committee composed of board members or by petition of the membership.

The Nominating Committee shall identify and review qualified candidates for open Board positions 30 days prior to the Annual General Meeting. Nominees must provide written acceptance and any requested background information before being placed on the ballot.

Members may also nominate a candidate by petition, provided the petition is signed by at least 5% of the membership and submitted 30 days prior to the Annual General Meeting. Petition

nominees must also provide written acceptance and any requested background information.

All nominees shall be reviewed for qualifications before being presented to the membership. Qualified candidates will be included in the meeting materials prior to the Annual General Meeting.

Nominations from the floor will not be accepted.

SECTION FIVE

DUTIES OF BOARD OF DIRECTOR MEMBERS AND OTHER ASSIGNED RESPONSIBILITIES

1. THE PRESIDENT. The President shall preside at all meetings of directors, discharge all the duties which devolve upon a presiding officer, and perform such other duties as the Code of Bylaws provides or the Board of Directors may prescribe. The president will be the liaison for working with the park. The president will report back any updates and report back board action. The president shall not have unilateral decision making powers and will work with the PYSA board to ensure all contracts, changes, and agreements are in the best interest of the PYSA program.

2. THE VICE-PRESIDENT. The Vice President shall perform all duties incumbent upon the President during the absence or disability of the President, and perform such other duties as this Code of By-Laws may require or the Board of Directors may prescribe; provided that if the Board of Directors shall elect more than one Vice-President, their right to act during the absence or disability of the President shall be in the order in which their names appear in the resolution, or resolutions, electing such Vice-President. The Vice-President will oversee the risk management and fundraising functions of PYSA.

3. THE TREASURER. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial conditions of PYSA. The treasurer shall be the legal custodian of all monies, notes, securities, and other valuables which may, from time to time, come into the possession of PYSA. The treasurer shall immediately deposit funds of PYSA in reliable banks or other depositories to be designated either by the Board of Directors, and shall keep such bank accounts in the name of PYSA. The treasurer shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of PYSA and shall perform such other duties as this Code of By-Laws may require, or the Board of Directors may prescribe.

4. COMMUNICATION/SECRETARY. The Communication representative will be responsible for ensuring scheduled emails, social media posts, and website updates are implemented on schedule and in a timely manner. Communications will be responsible for monitoring the PFC email and ensuring timely response and forwarding of messages to the proper board

members or directors. They will be responsible for working with the registrar and directors to update the website as needed and communicate all scheduling and club updates to the club as whole. They shall perform any other communication tasks as needed and deemed necessary by the PYSA board throughout their term.

SECTION SIX

ANNUAL MEETINGS ELECTION AND TERM OF DIRECTORS

At each Annual Meeting of the Board of Directors, to be held in June no later than June 30th, the voting members, in good standing, shall elect new Board of Director members to hold office for two years from July 1st until June 30th, of the term to which he/she is elected and until his/her successor has been elected and qualified, or until his/her resignation or removal from office.

The offices of President, Treasurer, and Communication shall be elected on odd years. The offices of Vice President and at large positions shall be elected on even years.

SECTION SEVEN

COMMITTIES AND OPERATIONAL STAFF POSITIONS

The Board of Directors may establish committees, operational staff positions, volunteer positions, or other appointed roles as deemed necessary for the effective operation of the organization.

Such positions may include, but are not limited to, program directors, field operations, registrars, coaching staff, fundraising coordinators, sponsorship coordinators, administrative support roles, or any other operational staff positions the Board of Directors deems necessary.

All committees, staff, volunteers, and appointed positions operate under the authority and direction of the Board of Directors and serve at the discretion of the Board.

Operational staff positions, including but not limited to Registrar, Academy Director, Lower Rec Director, Upper Rec Director, Director of Player and Staff Development, and Field Operations Director, shall be filled through an application and interview process.

Operational staff may be appointed on an annual, seasonal, program-specific, or limited-scope basis, as determined by the Board of Directors. Such positions shall not automatically renew. Renewal, extension, reassignment, or non-renewal shall be at the discretion of the Board of Directors.

Annual operational staff appointments, when applicable, shall be reviewed for renewal on or before July 1. Open positions shall be posted with sufficient notice to allow for at least a fourteen (14) day application and interview period, unless urgent operational needs require a shorter

timeline.

SECTION EIGHT

BOARD OF DIRECTORS MEETING

The meetings of the Board of Directors will be determined and set on an annual basis, meeting date, time and location will be advertised ten (10) days prior to each monthly meeting. A minimum of six (6) meetings will be held each year. Each Board Member is required to attend at least 75% of the meetings per year.

Failure to meet this requirement may lead to termination as a Board Member. All Board of Directors meetings shall be open to all members for the first hour of a regularly scheduled meeting. Executive voting sessions will follow the open session in a closed forum. A simple majority vote shall be required for passage of any motions at a Board of Directors Meeting (except membership termination as stipulated in Section 3 herein).

SECTION NINE

FINANCIAL REPORTING

The Board of Directors has the fiduciary responsibility to create and set a fiscal year budget to be completed and approved by the Board of Directors by the May board meeting. The Board of Directors has the responsibility to distribute the budget to interested members at the annual meeting. The goal of the budget is to sustain PYSA in its current state and provide for future growth of PYSA.

SECTION TEN

QUORUM

A two-thirds majority of the whole Board of Directors shall be necessary to constitute a quorum.

SECTION ELEVEN

VACANCIES

Vacancies during the term of any member of the Board of Directors shall be filled by appointment by the Board of Directors,subject to ratification by a two-thirds vote. Any person appointed to fill a Director vacancy shall serve for the balance of the term of the vacating Director.

SECTION TWELVE

Conflict of Interest

Board Members shall act in the best interest of Pendleton Youth Soccer Association and avoid actual or perceived conflicts of interest.

Any Board Member with a financial, personal, family, coaching, business, or professional interest in a matter before the Board must disclose such interest prior to discussion or vote.

The Board Member may be required to abstain from discussion and voting at the discretion of the Board.

Failure to disclose a conflict of interest may result in disciplinary action, including removal from the Board.

SECTION THIRTEEN

Board Authority and Final Decision-Making

The Board of Directors shall have full authority to interpret, enforce, and apply all provisions of these By-Laws. Any matter not expressly covered shall be determined at the sole discretion of the Board.

All decisions made by the Board regarding operations, staffing, membership status, discipline, or program direction shall be final and binding.

The Board reserves the right to act in the best interest of the organization at all times, including making decisions that may not be explicitly outlined in these By-Laws, provided such decisions align with the mission and purpose of PYSA.

Article VII

Indemnification

To the fullest extent permitted by the laws of the State of Indiana, Pendleton Youth Soccer Association shall indemnify any current or former Board Member, officer, staff member, or authorized representative against expenses, liabilities, and claims arising out of actions taken in good faith within the scope of their role.

This indemnification shall not apply in cases of willful misconduct, fraud, criminal conduct, or actions taken outside the scope of assigned duties.

ARTICLE VIII

AMENDMENTS TO CONSTITUTION AND BYLAWS

Motions to amend the Constitution and by-laws of PYSA shall require two-thirds majority vote of the membership. Amendments to the constitution and the by-laws may be made only at

the annual meeting.

IN WITNESS WHEREOF, the Board of Directors of PYSA have prepared and approved the foregoing By-Laws as passed and enacted by the Board of Directors this 7th day of June, 2026.

Lauren Simpson, President

Lauren Simpson

Samantha Hawkins, Vice President

Samantha Hawkins

Stephanie Gabbert, Treasurer

Stephanie Gabbert

Amanda McAlarney, Communications

Amanda McAlarney