

LAKEVILLE SOCCER CLUB CONSTITUTION AND BY-LAWS (12/15/25)

ARTICLE I - NAME

The name of this organization shall be the Lakeville Soccer Club and hereafter referred to as the "LSC" or the "Club".

ARTICLE II - PURPOSE

The purpose of the LSC shall be to promote, expand, foster, and perpetuate the game of soccer for youth at all ages and skill levels within the geographic region of the LSC.

ARTICLE III - HEADQUARTERS

The registered office of the Club shall be located in the State of Minnesota and may be changed from time to time by the Board of Directors in accordance with Minnesota law. The Club may maintain additional offices or headquarters as the Board of Directors may determine. For the purposes of compliance with Minn. Stat. § 317A.131 the registered office where legal documents (e.g., service of process) are delivered shall be the address on file with the Minnesota Secretary of State.

ARTICLE IV - TAX-EXEMPT PURPOSE

The LSC is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V - RESTRICTIONS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VI hereof.

No substantial part of the activities of the organization shall be the carrying on of political activities, including any attempt to influence legislation, (including the publishing or distribution of statements) or support of any political campaign or other activities for the benefit of any candidate for public office. Such restrictions do not limit members of the LSC, executive officers or other paid employees, members of the Board of directors or any other interested individual affiliated with the LSC from providing

support and/or guidance specific to any legislative initiative that specifically supports the Purpose of the organization.

Notwithstanding any other provisions of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI - DISSOLUTION

Upon the dissolution of the organization, the Officers shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Officers shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - MEMBERSHIP

Section 1 – Membership Eligibility

Participation in LSC activities is open to all eligible participants. The Voting Members of LSC shall consist of no more than two (2) legal guardians per registered participant. In order to be eligible, the registered participant must have paid a registration fee within the then current fiscal year for Club programming, and each registered legal guardian must be determined to be in good standing as defined in Article VII, Section 3. In the case of an individual participant eighteen (18) years old or older, who has registered themselves to participate in Club programs and who is individually responsible for paying for such activities, the individual is authorized to exercise one vote at any Meeting at which they are eligible to vote.

Section 2 – Voting Member Qualifications

Voting Members are those individuals who meet the requirements of these By-laws and

are registered in good standing as defined within these By-laws as a member of the Lakeville Soccer Club. Voting Members also include families whose children participate through the use of scholarship funds

Section 3 - Good Standing

A Voting Member shall be considered in good standing if (1) they are at least eighteen (18) years of age and have registered themselves, or are the legal guardian of a minor child participating in an ongoing program with the Club, and (2) have paid a registration fee for the then current fiscal year and be club passed with the Club through league formatting to participate in Club sponsored programming, and (3) have no outstanding debt or unresolved disputed financial obligation to the Club, and (4) have no current or previously un-resolved disciplinary actions before the Board.

An exception to the requirement of a paid registration fee may be granted for a Member that receives an approved scholarship waiver for their participating player(s), at the discretion of the Board.

Section 4 - Certification of Eligible Voting Members

Each September, the Executive Director shall confirm to the Secretary the names of eligible Voting Members and together with the Board of Directors will approve the list of eligible members who qualify as Voting Members as identified by the Executive Director. This list will be used to notify eligible individuals of the date of the Annual Meeting and provide any necessary documentation in advance of the Annual Meeting as well as serve as the official record of a Voting Member's eligibility to participate. The Secretary also will use this list for notifying the Voting Members of any Special Meeting of the Membership.

Section 5 – Voting

Family units who meet the requirements of these By-laws and who have paid a registration fee within the then current current Fiscal Year (between August 1 through July 31), will have up to two (2) legal guardian votes at the Annual Meeting of the membership, monthly charitable gambling related items, and any other Special Meeting of the Membership called by the Board. Absentee voting and/or voting by proxy will not be allowed under any circumstances at any Annual Meeting or Special Meeting of the Membership. Voting is capped at two (2) legal guardian votes regardless of the number of family members participating in LSC activities. In the case of an individual eighteen (18) years old or older, who is registered with the LSC independent of a family, the individual is authorized to exercise one vote at any Meeting at which they are eligible to vote.

Section 6 – Method of Voting

Voting procedures at the Annual Meeting, Standing Board Meeting or any other Special Meeting called by the LSC Board under the provisions outlined in Article X, shall be as follows: Motions properly made and seconded, discussion and voting in accordance with Robert's Rules of Order. The LSC Board, at its sole discretion, shall determine the method for collecting and counting all votes at any meeting of the LSC which calls for such voting.

ARTICLE VIII - BYLAWS GOVERNANCE

The LSC shall be governed by its Constitution and By-Laws as presently constituted or as these may from time to time be amended and/or altered in compliance with Article XII.

ARTICLE IX - BOARD OF DIRECTORS

Section 1 - Board Structure, Terms of Office, Eligibility and Duties

The affairs and business of the LSC are managed by the Board of Directors (the “Board” individually a “Board Member” and collectively “Board Members”). The Board shall consist of the President, Vice President, Secretary and Treasurer (each an “Officer” and collectively the “Officers”) and such other Board Members as the Voting Members may, from time to time elect, or duly appoint. Any Board Member not serving as an Officer shall participate in an At-Large capacity and be responsible for all duties and obligations as assigned or required by the Board.

There must be at least five (5) elected or duly appointed members on the Board, but no more than thirteen (13) positions, as established from time to time by resolution of the Board.

Voting Members of the Club are eligible to become a Board Member if they are in good standing with the Club.

An existing Board Member is no longer eligible to hold their position if they are no longer considered in good standing.

Open Board positions will be posted at least thirty (30) days prior to the election at the Annual Meeting whenever possible. Candidates must apply at a minimum ten (10) days prior to the Annual Meeting or any other meeting where there will be a vote for their

consideration. Late applications will not be accepted. In the event of an open Board position with no other candidates, the Board may make an exception to this requirement.

Elections shall be by simple majority of the Voting Members present at the meeting. (See Article VII Section 2, for definition of "Voting Member"). The terms of office for newly elected Board Members begin the first Board meeting following the Annual Meeting. All elected Board Members shall be elected for a period of two years for each term.

Section 2 – Officers

The Officers are the President, Vice President, Secretary, and Treasurer.

Section 3 – Quorum

A quorum of the Board of Directors shall consist of a simple majority of the elected or duly appointed Board Members. The President or Vice President must be present to conduct official LSC business. The Gambling Manager shall not be counted for quorum purposes.

Section 4 – Conflict of Interest

Any Board Member that may have a conflict of interest regarding any matter financial or otherwise that is under consideration by the Board for approval must disclose and excuse themselves from voting on any motion without penalty or prejudice. Board Member(s) who may be reimbursed or otherwise compensated for services directly related to the operation of LSC shall abstain from voting on relevant motions(s).

Section 5 – Board Duties

The Board of Directors shall:

1. Transact all business or delegate authority to transact business.
2. Enforce the Constitution, By-laws and policies and procedures of the LSC.
3. Oversees club scholarships.
4. Make recommendations for amendments to the Constitution and By-laws of the LSC.
5. Have complete jurisdiction over LSC's finances, and have exclusive power to make or authorize appropriations.
6. Shall make a report of the LSC's activities during the preceding year at the annual membership meeting.

7. Appoint or affirm the Gambling Manager on an annual basis.

In addition, the Board shall:

Initiate regular reviews of Lakeville Soccer Club's business affairs to ensure compliance with:

A. Annual Review Requirements:

The Board shall initiate an annual review (or more frequent if necessary) of Lakeville Soccer Club's business affairs to ensure compliance with:

- Minnesota Charitable Solicitation Act (Minn. Stat. § 309.50 et seq.)
- Minnesota Supervision of Charitable Trusts and Trustees Act (Minn. Stat. § 501.71 et seq.)
- All registration, reporting, and operational requirements under these statutes

This review shall include verification of all:

- Current registrations
- Timely filed reports
- Required disclosures
- Recordkeeping practices

B. Semi-annual Gambling Review:

- Minnesota Lawful Gambling Act (Minn. Stat. § 349.12 et seq.)
- All related gaming regulations and reporting requirements

ARTICLE X - MEETINGS

Section 1 – Standing Board Meetings

The Standing Board Meetings shall be held during the third week of the month, or on other days approved by the Board, at a time, date, and publicly accessible location established by the Board. The time, date and location of all Standing Board meetings that are not designated "Special Meetings" as defined in this section, will be published electronically and/or otherwise communicated to the membership at least one calendar month in advance. The Board will meet for Standing Board meetings at least ten (10) times per year excluding the Annual Meeting.

Section 2 – Special Meetings

A. Special Meeting of the Board

A Special Meeting of the Board may be called with at least forty eight (48) hours advance notice provided all Board Members are notified and a majority agree that circumstances necessitate a Special Board meeting. Such notification can be accomplished by phone or email. In the event of a Special Board meeting, the Board shall notify the membership of the meeting in the same manner as a Standing Board meeting, unless such meeting is designated Non-Public or Executive Sessions of the Board.

B. Special Meeting of the Membership

A Special Meeting of the Membership may be called by the Board upon the petition of a Voting Member with a simple majority vote. A Voting Member may request the Board call such a meeting on presentation of a petition containing the signatures of current Voting Members equal to or exceeding in number a majority of members attending the most recent Annual Meeting. The Voting Member must present to the Board along with the petition, a statement of purpose for calling such a meeting for the consideration of the Board. Prior to the Board calling such a meeting, the Secretary shall ensure that the petition is valid as to form and substance and shall certify that the signatures are valid Voting Members. Upon certification, and approval of the petition, the Board shall notify all Voting Members of the Special Meeting of the Membership at least ten (10) days in advance of the scheduled meeting.

The Secretary shall have all Voting Members sign a roster at each Special Meeting of the Membership for the purpose of confirming the eligibility of Voting Members to participate.

Section 3 - Non-Public or Executive Sessions

The Board may designate a Special Board meeting or portion of a Standing Board meeting as Non-Public or Executive Session. If a meeting is designated as Non-Public or Executive Session, such meetings or portions of meetings will be closed to non Board Members and the minutes of such sessions will be suspended. Meetings may be designated Non-Public or Executive for strategy discussions on non-public issues such as sensitive legal, contractual or personnel discussions.

Section 4 – Annual Meeting

The Annual Meeting shall take place each year during October at a time and place designated by the Board, such date shall be determined and communicated to Voting Members at least thirty (30) days in advance in a manner designated by the Board.

Section 5 – Business at Annual Meeting

The Voting Members shall be provided, in advance of the Annual Meeting, an Agenda outlining any proposed policy or action of the Board and will, in addition, at the Annual Meeting receive the Annual Report prepared by the Executive Director and approved by the Board concerning the previous fiscal year's operations.

Any Voting Member may request the Board add an item for consideration to the Annual Meeting Agenda. To be considered, the Voting Member must present to the Board at any Standing Board meeting in advance of the Annual Meeting, a statement of purpose for considering such addition to the Annual Meeting Agenda. The Board shall reasonably consider any such proposed Agenda addition.

Voting Members shall be provided a chance to comment and make recommendations on all published Agenda items. The Voting Members also shall have the power to ratify, alter, or reject any proposed policy or action of the Board that is presented during the Annual Meeting.

ARTICLE XI - ELECTION OF BOARD MEMBERS AND OFFICERS

Section 1 – Time and Place of Election, Term of Office

Elections for Board Members will be held during the Annual Meeting. The slate of candidates for any open Board seat must be in good standing with LSC and, when possible, will be posted at least thirty (30) days prior to the election. Late applications will not be accepted, except for positions with no candidates. Election shall be by simple majority of the Voting Members present at the Annual Meeting. (See Article VII Section 2, for definition of "Voting Members"). The terms of office begin the first Standing Board meeting following the Annual Meeting. All elected Board Members shall be elected for a period of two (2) years for each term. If serving in the role of an Officer, a Board Member shall serve for no more than two (2) consecutive terms as an Officer in the same position.

Section 2 - Election of Officers

At the first Standing Board Meeting after the Annual Meeting, or at such other time as the Board determines to be necessary, the Board of Directors shall elect from among the At-Large Board Members the Officers of the Club, including the President,

Vice-President, Secretary and Treasurer.

Section 3 – Removal from Office

An elected Board Member of this organization may be removed from office by a two-thirds majority of the entire Board at any meeting convened pursuant to **Article X**, for failure to attend, without prior notification to the Board, three (3) monthly Board meetings in a fiscal year. An elected Board Member of this organization can also be removed by a simple majority of the Voting Members present at an Annual Meeting or Special Meeting of the general membership.

A. Petition for Removal.

Any elected Board Member, or Voting Member, who petitions for the removal of an elected Board Member must provide the written petition to the Board a minimum of ten (10) days prior to the convening of the meeting outlining specific reason(s) supporting a removal from office. This report shall also be available to any LSC Voting Member upon request. The elected Board Member who is subject of the petition for removal under this provision shall also be provided a copy of the report prior to the convening of the meeting and shall have an opportunity to present his or her rebuttal prior to any vote to remove him or her from office.

Section 4 – Vacancies

In the event that a vacancy occurs for any Board Member, the Board shall fill the vacancy as soon as practicable at the next scheduled Board Meeting. A simple majority of the Board is sufficient to confirm a replacement. If the vacancy was for an elected member of the Board, the vacancy must be affirmed by the Voting Membership at the next Annual meeting. The term for any member selected to fill a vacancy shall coincide with the term of the member being replaced.

Section 5 – General Operating Guidelines

The LSC shall develop and maintain policies and procedures as required by any leagues the Club participates in, and policies and procedures for the operation of LSC. Ongoing review and updates of these policies shall be the responsibility of the Executive Director with final approval from the Board.

Section 6 – Duties of Officers

A. President:

- a. Chairs meetings of the Board and the Membership; sets agendas in coordination with the Executive Director and Secretary.
- b. Shall designate Chairs for all active Standing Committee and Ad Hoc Committees for special purposes, unless otherwise defined.
- c. Shall enforce the regulations of the LSC and supervise organizational affairs.
- d. Shall sign contractual documents with the Treasurer as co-signer for disbursement of funds.
- e. Shall have the power to call Special Meetings of the Board and/or the Voting Membership, if they determine there is an emergency or if any Voting Members follow the prescribed procedure in asking for such a Special Meeting.
- f. Shall be an ex-officio member of all committees.
- g. Shall support the Executive Director in their role as primary liaison of LSC with any leagues the Club participates in.
- h. Shall be responsible for managing, along with the Vice President, the operations and work of contracted staff.
- i. Ensures that any statutory member approvals and monthly reporting in support of the Minnesota lawful gambling license occur at Board Meetings and that minutes reflect such actions.
- j. Shall serve as Chair of the Non-Profit Charitable Gambling Committee.

B. Vice President:

- a. Shall perform all duties and exercise all the powers of the President during the latter's absence or incapacity.
- b. Shall serve as the Chair of the Audit Committee.
- c. Shall be responsible for ensuring the day-to-day activities of the club operate effectively.
- d. Shall be responsible for supporting the Executive Director and staff in the managing, planning, and coordinating of any LSC sponsored soccer tournament(s).
- e. Shall be responsible for child protection, as defined under Policies and Procedures.
- f. Shall support the President in overseeing the Executive Director's management of all contracted staff.

C. Secretary:

- a. Shall sign, with the President, contractual documents that reflect approved Board and LSC commitments.
- b. Shall confirm that all Voting Members sign a register at Annual Meetings and Special Meetings.
- c. Ensure timely agendas, accurate minutes, and transparent publication of Board/Membership actions.

- d. Shall be responsible for archiving all relevant Board actions, including but not limited to, keeping a permanent record of all meetings and proceedings of the LSC, including Board and Annual Meetings.
- e. Shall work with the Executive Director to oversee maintenance of voting eligibility and confirm the Voting Members are in good standing.
- f. Shall keep Board agenda, minutes and committee reports in an organized and accessible system.

D. Treasurer:

- a. Shall be responsible for the accuracy of the report of the financial status of LSC to the Board at Board meetings and to the Voting Membership at the Annual Meeting.
- b. Shall be responsible for coordinating with the Executive Director on a short and long-range financial plan and forecast. The status of this plan and forecast shall be presented within the annual report to the Voting Membership.
- c. Shall support the Executive Director and the Finance Manager, to ensure that the Board keeps and maintains all necessary financial records, appropriately disburses funds per the authority of the Board of Directors and reports the financial condition of the Club at meetings.
- d. Shall support the Executive Director and the Finance Manager, in overseeing the bank accounts of LSC and ensuring they are in satisfactory order according to commonly accepted business practices.
- e. Shall support the Executive Director and the Finance Manager, in overseeing funds from fundraising and business sponsorships/contributions to allow LSC to continue to offer affordable soccer programs to its membership.
- f. Shall oversee the LSC scholarship program.
- g. Shall ensure the Executive Director and Finance Manager secure and manage all necessary Club insurance policies.
- h. Shall oversee the Executive Director and Finance Manager in filing taxes and maintaining tax status of the Club.

Section 7 – Gambling Manager

A. Gambling Manager

- a. The Gambling Manager must be an active Voting Member of the Club in good standing.
- b. Manage all aspects of the charitable gaming program
- c. Coordinate the annual audit of charitable gaming financial results
- d. File all requisite reports with government agencies
- e. Attend monthly Board meetings in an ex-officio, non-voting capacity, unless voting during gambling report portion of the meeting, and report on all actions taken by the Gambling Committee
- f. Prepare semi annual compliance reports for Board review as required under Article IX, Section 5 (B).

- g.** Attend as a permanent member of the Gambling Committee and present a monthly account of the previous month's income and expenses related to charitable gambling and any other action required under the Minnesota Lawful Gambling Act (Minn. Stat. § 349.12 et seq.)

ARTICLE XII - AMENDMENTS

Section 1 – Vote Required

Changes to the Constitution and By-Laws of the LSC must be approved by a vote of at least two-thirds of the Voting Members present at either the Annual Meeting, or at a Special Meeting of the Membership convened under the provisions outlined in Article IX, Section 2 (B). A quorum, for the purpose of amending the LSC Constitution and By-Laws shall require eligible Voting Members present to total at least five (5) times the number of Board Members present. For the purpose of counting eligible Voting Members, Board Members shall not be included in the count.

The provisions of Article XII, Section 2 must be followed in order for any proposed changes(s) to be enacted to the Constitution and By-laws.

Section 2 – How to Propose Amendments

Amendments or changes to the Constitution and By-Laws may be proposed by the Board or any Voting Member. Any Amendment proposed by a Voting Member must be proposed under the requirements of Article X Section 5. All duly proposed Amendments will be placed on the Agenda and considered at the Annual Meeting or Special Meeting of the Membership called specifically for this purpose under the provisions outlined in Article X, Section 2 (B). The Secretary shall notify Voting Members at least ten (10) days in advance of the meeting stating the amendments.

ARTICLE XIII - COMMITTEES

Section 1 – Committees Structure and Oversight

A. Role of Club Staff

To ensure coordination and operational alignment:

1. The Executive Director shall serve as the primary liaison for the Club to all committees and may assign relevant staff to attend committee meetings as needed.
2. Directors of Coaching shall be appointed at the discretion of the Executive Director to participate in the Recreational and Competitive Soccer

Committees to provide technical and developmental expertise.

3. Financial Manager shall work with the Fundraising and Facilities Committees to ensure financial planning and reporting are accurate and compliant.

Staff members shall:

1. Provide data, context, or policy history to inform committee work.
2. Support administrative or logistical needs of committees within available capacity.
3. Not be voting members of committees but may advise or facilitate meetings at the direction of the Chair.

Section 2 - Committee Charters and Review

Each committee shall operate under a Board-approved charter that outlines:

1. The Purpose of the committee.
2. Scope and authority.
3. Membership composition.
4. Frequency of meetings.
5. Reporting and recordkeeping expectations.

Section 3 - Standing Committees Establishment and General Authority

The Board of Directors shall establish and maintain certain Standing Committees to carry out the Club's programs and strategic priorities. Standing Committees shall function in an advisory capacity unless explicitly delegated decision-making authority by the Board. Standing Committees shall not bind the Club contractually or financially without prior written approval from the Board.

Each Standing Committee shall:

- Operate under a written charter approved by the Board.
- Include at least three (3) members.
- Be chaired or co-chaired by a Board Member unless otherwise approved by the Board.
- Be open to participation by Club Voting Members in good standing, with final appointments approved by the Board.
- Coordinate closely with designated Club staff to ensure alignment with Club operations, policies, and resources.

For the purpose of these By-laws, all currently authorized and chartered Standing Committees shall be listed in Annex A to these By-laws. The Board shall determine the need to activate a Standing Committee and shall ensure that any active Standing

Committee complies with the processes and procedures established under these By-laws. When no longer required, at the discretion of the Board, any Standing Committee may be de-activated or suspended if it is no longer required to perform its charter purpose.

Section 4 - Special or Ad Hoc Committees Formation

A Special or Ad Hoc Committee may be appointed to perform a special function that is outside the charter of an established Standing Committee. These committees expire upon the completion of assigned duties, unless otherwise renewed by the Board. Any Special or Ad Hoc Committee may be formed at the discretion of the President or through a simple majority vote of the Board Members. Special or Ad Hoc Committees may be established to support the Board in specific or general matters which arise and which may be short or long term matters impacting the LSC. Any Special or Ad Hoc committee established under this section will have a minimum of one member of the Board assigned to it who is responsible for all committee activities and reporting all progress or decisions of the committee back to the Board.

Section 5 - Non-Profit Charitable Gambling Oversight Committee

Purpose

The Non-Profit Charitable Gambling Committee is established as a permanent Standing Committee of the organization under these By-Laws. The Non-Profit Charitable Gambling Committee oversees the organization's lawful gambling program for compliance, financial integrity, and transparency. The Committee supports the statutory duties of the licensed Gambling Manager and the membership's approval authority for lawful-purpose spending.

Charter

The Non-Profit Charitable Gambling Committee reports directly to the Board. It may (a) review records and reports of the gambling operation, (b) recommend internal controls, leases, sites, policies, and lawful-purpose expenditures, and (c) consider items on its agenda for reporting to each monthly Board meeting. The Committee does **not** conduct games or sign checks, and it does **not** assume the Gambling Manager's statutory responsibilities.

This committee is obligated to meet monthly prior to each monthly Standing Board Meeting.

The Gambling Manager shall present a monthly account of the previous month's income

and expenses related to charitable gambling.

Attendance / Membership

The Non-Profit Charitable Gambling Oversight Committee shall consist of a minimum number of fifteen (15) active members, which must include the Gambling Manager and the President. The remaining committee members may be drawn from the Board of Directors or other active members of the Club. All active voting members are eligible to attend and vote on charitable gambling related items.

All Members of the committee are authorized to vote; bring motions; raise issues; and participate otherwise. The President shall act as Chair of the Non-Profit Charitable Gambling Committee. The Chair may appoint a Vice Chair from among the Board of Directors to assist in committee leadership and to preside in the Chair's absence.

The Chair shall either present or request the Gambling Manager to present all proposed expenditures or other actions necessary to manage the charitable gambling account and activities to the membership for approval. The President and the Gambling Manager are authorized to sign all checks from the gambling account for the purpose of paying all gambling-related expenses and all other lawful purpose expenditures, including gambling taxes, directly from the gambling checking account—either by check or electronic transaction.

The Agenda for each Non-Profit Charitable Gambling Committee meeting shall align to the following format.

Gambling Manager's monthly report to membership (gross receipts, expenses, net, cash/"profit carryover" reconciliation) — motion to receive.

Lawful-purpose & allowable-expense disbursements — motion to approve listed items (with amounts, payees, purpose/citation), to be reflected in minutes; note that EFTs are allowed only if pre-authorized by membership and documented.

Any disaster-relief or emergency items taken between meetings — motion to ratify or reimburse the gambling account if not approved.

Questions from membership; adjourn.

Voting

Each member shall have one vote, and proposed expenditures or other actions shall be authorized if approved by a majority of those present and voting.

Reporting to the Board

The Gambling Manager shall report on all activity of the Non-Profit Charitable Gambling Committee to the Board of Directors. The minutes from each Non-Profit Charitable Gambling Committee meeting and any actions arising therefrom shall be presented to the Board for adoption and will be incorporated into the minutes for each Board meeting.

ARTICLE XIV - MISCELLANEOUS PROVISIONS AND ADDITIONAL LEGAL TERMS

Section 1 – Logos and Branding

The name, logo, trademarks, and any other branding or identifying marks of the LSC shall not be used by any person, member, officer, director, volunteer, or third party for any commercial, promotional, or publication purposes without the express prior written approval of the Board of Directors. Unauthorized use is strictly prohibited and may result in disciplinary action, including removal from any official position or revocation of membership, as determined by the Board.

Section 2 – Sponsorship or Contributions

Any individual representing the Lakeville Soccer Club, its Board of Directors, or teams playing under the direction and control of the Lakeville Soccer Club may solicit sponsorships or contributions from businesses or other organizations. Prior to soliciting any organization or business, a team shall confirm with the Executive Director that any targeted sponsor is not currently or has not previously been approached at the club-wide level and/or expected to be approached at the club-wide level for funds to be used generally by the club.

Section 3 – Additional Legal Terms

Conflict of Interest Policy

All Board Members, Officers, and key volunteers of the Lakeville Soccer Club must disclose any actual or potential conflicts of interest. A conflict of interest exists when a person has a financial or personal interest that could improperly influence their judgment or responsibilities within the organization. Conflicted individuals must abstain from discussions and decisions on related matters. Disclosure must be documented in meeting minutes.

Whistleblower Policy

The Lakeville Soccer Club encourages all members, volunteers, and contractors to

report suspected wrongdoing, including financial impropriety, misuse of assets, ethical violations, or legal noncompliance. Reports may be made confidentially or anonymously. No retaliatory action will be taken against any individual for good-faith reporting. Reports may be made to the President, Vice President, or a designated third-party compliance contact.

Risk Management & Safety Policy

LSC is committed to a safe and secure environment for all participants. The Club shall follow US Youth Soccer, MYSA, and state requirements including:

- Background checks for coaches, volunteers, and staff
- Concussion awareness training and protocols
- Emergency action plans
- Liability and accident insurance coverage
- Annual review of safety procedures by the Board of Directors.

Non-Discrimination and Inclusion Statement

The Lakeville Soccer Club does not discriminate based on race, color, national origin, religion, sex, gender identity, sexual orientation, age, disability, or any other protected status. We are committed to creating an inclusive and welcoming environment for all players, families, volunteers, and staff.

Indemnification Clause

To the fullest extent permitted by law, the Lakeville Soccer Club shall indemnify any person who is or was a Board Member, officer, employee, or agent of the Club against reasonable expenses incurred in connection with any legal action, suit, or proceeding brought against them by reason of their position with the Club, provided they acted in good faith and in a manner reasonably believed to be in the best interests of the Club.

Annex A: Standing Committees

a. Nominating Committee

Purpose: This committee shall recognize and see qualified nominees for the elected positions of LSC. The President shall not be an ex-officio member of this committee. The President shall appoint the chair of the nominating Committee. The committee shall consist of a minimum of 5 people, 2 of which must be non-LSC Board Members and/or are not paid LSC contractors, unless in cases where LSC has visibly sought committee members with no volunteers.

Responsibilities: The Nominating Committee shall be responsible for identifying, recruiting, and evaluating qualified candidates for all elected positions of LSC. The Committee shall solicit nominations from Voting Members in accordance with procedures approved by the Board and shall verify the eligibility of all nominees in compliance with these Bylaws and any applicable policies. The Committee shall present a slate of qualified nominees to the Voting Members

prior to the Annual Meeting and shall ensure that the nomination and election process is conducted in a fair, transparent, and impartial manner. The Committee shall maintain appropriate records of nominations and committee actions as required by the Board.

b. Audit Committee

Purpose: This committee shall provide assurance that published LSC financial reports properly reflect the operating results and financial condition of the LSC.

Responsibilities: The committee shall provide assurance that the Board is adequately and currently informed through reports and other methods of the condition of LSC and its operations. The committee will ascertain that the Board and its contractors have established appropriate policies to define and identify conflicts of interest in the organization and is diligently administering and enforcing those policies. The committee shall consist of a minimum of 3 people, one of which is a non-Board Member and/or is not a paid LSC contractor, unless in cases where LSC has visibly sought committee members with no volunteers.

c. Personnel Committee

Purpose: This committee shall provide annual reviews of all LSC contractors and shall have oversight of the recruitment, selection, renewals, compensation, and approval of all LSC paid contractors.

Responsibilities: The committee shall consist of a minimum of 3 people, one of which is a non-Board Member and/or is not a paid LSC contractor, unless in cases where LSC has visibly sought committee members with no volunteers.

d. Tournament Committee

Purpose: This committee shall serve as a resource for club sponsored tournaments and provide oversight into all operations of the tournament.

Responsibilities: The committee shall consist of a minimum of 3 people, one of which is a non-Board Member and/or is not a paid LSC contractor, unless in cases where LSC has visibly sought committee members with no volunteers.

e. Member & Player Growth Committee

Purpose: To support sustained growth in club membership and promote an inclusive and engaging player experience.

Responsibilities: The Committee shall collaborate with the Executive Director and Communications Manager to develop outreach and recruitment strategies and shall promote seasonal registration opportunities and club events through appropriate communication channels. The Committee shall monitor member retention trends and recommend engagement initiatives as needed and shall

develop and execute onboarding programs for new families. The Committee shall further support staff in the execution of community outreach and inclusion goals.

f. Membership Support & Discipline Committee

Purpose: To uphold the Club's standards for conduct and resolve disputes fairly and consistently.

Responsibilities: The Committee shall be responsible for drafting, maintaining, and enforcing the Club's Code of Conduct and disciplinary policies, subject to approval by the Board of Directors. The Committee shall work in coordination with the Executive Director to investigate and review complaints or conduct concerns and shall recommend disciplinary actions to the Board when required, ensuring that appropriate due process is afforded. The Committee shall serve as a neutral body for the review of player, parent, and coach grievances and shall maintain confidentiality throughout all proceedings, coordinating legal or policy consultations as necessary.

g. Facilities Committee

Purpose: To ensure safe, adequate, and cost-effective spaces for training, games, and storage.

Responsibilities: The Committee shall evaluate field and facility usage, capacity, and associated costs and shall maintain a master facilities report. The Committee shall recommend long-term space planning aligned with current and projected program needs and shall serve as a liaison with city, school district, and private facility partners regarding access, usage, and related agreements. The Committee shall consult with the Executive Director on capital needs and facility rental negotiations and shall assist with budgeting and capital campaign planning for new or upgraded facilities.

h. Fundraising & Sponsorship Committee

Purpose: To generate external financial support and ensure responsible fundraising practices.

Responsibilities: The Fundraising Committee shall plan, coordinate, and execute fundraising campaigns, sponsorship initiatives, and special events in collaboration with the Executive Director and Financial Manager. The Committee shall solicit and steward corporate and individual sponsorships and ensure fulfillment of all associated deliverables, including but not limited to recognition, signage, and use of logos. The Committee shall identify, pursue, and assist in the preparation and submission of grant applications, working with Board members and staff as appropriate. The Committee shall oversee the tracking of donor information and ensure timely acknowledgment and recognition of all contributions. In carrying out its duties, the Committee shall ensure compliance with all applicable state and federal laws and regulations governing charitable

fundraising.

i. Recreational Soccer Committee

Purpose: To support program delivery, consistency, and player development in the Club's recreational leagues.

Responsibilities: The Program Committee shall support team formation, scheduling, and volunteer recruitment in coordination with staff and volunteers. The Committee shall work collaboratively with the Executive Director and Directors of Coaching to promote consistency in training curriculum, coaching standards, and overall game-day experience. The Committee shall monitor program participation and performance and make recommendations regarding age divisions, program formats, and fee structures as appropriate. The Committee shall coordinate end-of-season surveys, evaluations, or recognition activities to support continuous improvement and community engagement. The Committee shall also serve as a liaison between families, coaches, and the organization by assisting with parent inquiries and identifying coach support needs.

j. Competitive Soccer Committee

Purpose: To enhance the quality, stability, and competitiveness of the Club's traveling teams.

Responsibilities: The Competitive Committee shall advise on tryout procedures, team formation, and player movement in consultation with the Directors of Coaching. The Committee shall review and make recommendations regarding club-level tournament participation, travel expectations, and related policies. The Committee shall monitor compliance with applicable league rules, regulations, and player eligibility requirements. In coordination with the Financial Manager, the Committee shall provide input on scholarship allocation and team budget considerations. The Committee shall also serve as a resource for families navigating the commitments and expectations associated with competitive soccer.

CERTIFICATION OF ADOPTION OF BYLAWS

The undersigned hereby certifies that the foregoing Bylaws were duly adopted as the Bylaws of Lakeville Soccer Club, a nonprofit corporation organized under the laws of the State of Minnesota, by the Board of Directors on the 30th day of April, 2026.

These Bylaws supersede and replace any prior Bylaws of the organization.

IN WITNESS WHEREOF, the undersigned have executed this Certification as of the date written below.

Signed by:

Steve Davis

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Steve Davis

Chair of the Board / President

Date: 5/1/2026