

Bylaws of the Windham Soccer Association

1. ARTICLE I: Name and Terms

- 1.1. The name of the organization shall be Windham Soccer Association, Inc.
- 1.2. The following terms shall apply:
 - 1.2.1. “WSA” shall mean Windham Soccer Association, Inc.
 - 1.2.2. “Member” shall mean a person current with respect to financial obligations to WSA, and as further defined below
 - 1.2.3. “Director” shall mean a member who holds a titled position within WSA, as further defined and listed below.
 - 1.2.4. “Board of Directors” (“Board”) shall mean all the Directors.
 - 1.2.5. “Executive Board” shall mean that subset of the Directors so designated under these bylaws.

2. ARTICLE II: Purposes and Organization

- 2.1. The purposes of WSA are as stated in the Articles of Agreement and are further described as follows:
 - 2.1.1. To promote soccer and other athletic activities primarily to youth athletes residing in Windham, New Hampshire and the surrounding areas and to provide the services, training and facilities to do so.
 - 2.1.2. The primary means shall be through support of WSA-sanctioned teams, at both recreation and travel levels
 - 2.1.3. Recreation and travel teams need not be comprised solely of players residing in Windham.
 - 2.1.4. Recreation and travel teams may be jointly operated teams with other – and non-Windham based, soccer clubs, organizations or people
 - 2.1.5. WSA support of such jointly operated teams shall be covered by and comply with these bylaws with respect to any WSA Directors or members who provide support to such teams.
- 2.2. WSA shall be empowered to accept financial or other forms of support contributed or otherwise made available at no charge from individuals, groups, agencies, or organizations.
- 2.3. No part of the funds or other forms of support donated or made available to WSA shall be used for any purpose other than that for which WSA is organized, nor shall any such funds inure to the benefit of any individual.
- 2.4. WSA is a non-profit corporation organized under the provisions of New Hampshire Revised Statutes Annotated 292:1, XIII.
 - 2.4.1. WSA is organized exclusively for one or more of the purposes as specified in section 501(c)(3) of the Internal Revenue Code (“IRC”), as amended, and shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under IRC § 501(c)(3) or corresponding provisions of any subsequent tax laws.
 - 2.4.2. No substantial part of the activities of WSA shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC § 501(h)) or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidates to public office.

3. ARTICLE III: Membership

- 3.1. Membership in WSA shall be of two classes: Member and Director.
 - 3.1.1. **Members**
 - 3.1.1.1. Each adult player and volunteer shall be a Member – limited to one membership per person. One parent or guardian per youth player shall also be a Member, with the same parent or guardian able to hold multiple memberships in direct relation to the number of youth players for whom they are a parent or guardian.

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3.1.1.2. No coach or board member shall have been convicted of a crime of moral turpitude (CMT), to include (though not inclusive) crimes involving immoral conduct, sexual, physical, or emotional abuse, or that is in direct conflict with the purpose and mission of WSA.

3.1.1.3. Membership shall be August 15 through the next August 14 for all Members, except for youth travel U16-U19 Members for whom membership shall be April 1 through August 14.

3.1.2. Directors

3.1.2.1. Directors shall serve for one year and thereafter until their successors are duly appointed. They may succeed themselves.

3.1.2.2. Directors are Members who serve on the Board of Directors.

3.1.2.3. In the event a Director fails to attend three (3) consecutive monthly meetings or a total of five (5) monthly meetings throughout the year, his/her seat may be forfeited, and the Executive Board may select a new Director.

3.1.2.4. Directors shall have authority to incur routine and reasonable expenses on behalf of WSA that are consistent with the performance of their official duties.

3.1.2.4.1. Any expense incurred by a Director greater than \$1,000 shall require WSA approval before it is incurred.

3.1.2.4.2. Any checks issued for a Director's reimbursement greater than \$1,000 shall be signed by the Treasurer and the President. Requests for reimbursement for any and all expenses must include receipts, and must be submitted to the Treasurer in a timely manner.

3.1.2.5. Directors shall not be personally liable to WSA or its Members for monetary damages for breach of fiduciary duty as a Director, except with respect to:

3.1.2.5.1. Any breach of the Director's duty of loyalty to WSA or its Members;

3.1.2.5.2. Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law;

3.1.2.5.3. Any transaction from which the Director derived an improper personal benefit.

3.1.2.6. The Directors of WSA shall consist of:

3.1.2.6.1. President

3.1.2.6.2. Vice President of Travel

3.1.2.6.3. Vice President of Recreation

3.1.2.6.4. Treasurer

3.1.2.6.5. Secretary

3.1.2.6.6. Executive Policy Adviser

3.1.2.6.7. Director of Player Development

3.1.2.6.8. Coaching and Training Coordinator

3.1.2.6.9. Registrar

3.1.2.6.10. Field Maintenance and Equipment Coordinator

3.1.2.6.11. Fundraising Coordinator

3.1.2.6.12. Risk Management Coordinator

3.1.2.6.13. Picture and Uniform Coordinator

3.1.2.6.14. Publicity and Website Coordinator

3.1.2.6.15. Referee Coordinator

3.1.2.6.16. Field Scheduling Coordinator

3.1.2.7. Other such Directors as shall be elected at the Annual Meeting or at a regular meeting in the interim.

3.1.2.8. No Director shall be entitled to more than one vote on any matter before that individual, regardless of whether that individual holds multiple positions within WSA.

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4. ARTICLE IV: Executive Board

- 4.1. There shall be an Executive Board consisting of those persons holding the following positions, who shall be responsible for the establishment of policy and administration of the affairs of WSA
 - 4.1.1. President
 - 4.1.2. Vice President (s) of Recreation
 - 4.1.3. Vice President(s) of Travel
 - 4.1.4. Director of Player Development
 - 4.1.5. Executive Policy Adviser
 - 4.1.6. Secretary
 - 4.1.7. Treasurer
- 4.2. Unless otherwise noted, the Executive Board may, at its discretion, include the Board in a discussion and vote on any business properly before it.
- 4.3. Unless otherwise required, all votes of the Full Board shall require a simple majority of the quorum.
- 4.4. The Executive Board shall appoint an independent accountant before the annual meeting to review WSA's books and accounts, and to submit a report to the Executive Board.
- 4.5. The Executive Board shall annually review the prior year's financial statements and shall review and forward for approval a budget for the forthcoming fiscal year, currently established as April 1 through March 31.
- 4.6. The Executive Board shall approve significant and unusual expenses.
- 4.7. The Executive Board shall have broad authority to administer WSA's operations and set all policies and procedures. The focus of the Executive Board's authority extends to all matters and includes the authority to collect funds, assess fees, and expend such WSA funds as necessary for the furtherance of WSA's purposes.
- 4.8. The Executive Board may consolidate, create or otherwise amend Coordinator and Director positions between annual meetings, as deemed necessary to attract and retain volunteers, and to best conduct the business of WSA.
- 4.9. If a position is vacated prior to the Annual Meeting, the Executive Board may appoint an individual to fill the vacated position until the next Annual Meeting
- 4.10. Any vote that might legally be taken by the Board at any meeting may also be taken by vote of the Executive Board between meetings, provided that such vote must be in writing or e-mail and adopted by a two-thirds majority of the Executive Board then in office. Voting shall be open for at least 48 hours and no action shall be taken on the vote during this period. If all E-Board members vote, voting can be closed early.

5. ARTICLE V: Dispute Resolution, Disciplinary Actions and Proceedings

- 5.1. Dispute Resolution
 - 5.1.1. The Vice Presidents of Travel and Recreation shall be responsible for prompt resolution of issues arising between players, parents, coaches, and referees.
 - 5.1.2. When a dispute arises, the involved parties shall first meet and attempt to resolve their differences. If any party feels further discussion is futile, then the issue can be brought to the Vice President of the respective division who must maintain an impartial position on the issue.
 - 5.1.3. The Vice President will meet with all parties and gather input and information from whatever sources deemed necessary and practicable for making an informed decision, including observing behavior during games. The Vice President will make a decision to resolve the dispute. When sufficient information has been gathered, the Vice President will discuss the findings with the parties involved, either together at the same time or separately, depending on the circumstances of the dispute. The Vice Presidents may confer with each other on matters, or with the President. Details should be kept in confidence as warranted.

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5.1.4.If the Vice President’s decision is unacceptable to any party, the aggrieved party can then request a meeting of the Board of Directors (“BOD”) to appeal their case. After hearing the issue, the BOD, including the Vice President, will vote on a resolution. Any resolution agreed to by the simple majority of the BOD will be final.

5.2. Disciplinary Actions and Proceedings

5.2.1.Violations of the WSA published Code of Conduct, signed and/or acknowledged by any member or member guardian through registration and participation in a WSA program, may be subject to disciplinary action, up to and including expulsion, with concurrence between the Vice President of the respective division, the Executive Policy Advisor, and the President. An escalation process should be employed when possible, in accordance with the severity of the infraction during or for the duration of a season. Whenever an issue of player or member safety is involved, the respective Vice President, with concurrence from the President, will retain authority to assign proper disciplinary action on behalf of the Board.

5.2.1.1. Verbal Notice of the Infraction by a Coach or Director

5.2.1.2. Written Notification of a 2nd Infraction by a Director

5.2.1.3. Removal from participating in or spectating of a WSA program on a 3rd infraction by a Director

5.2.2.Any Director may be disciplined for cause (to include, though not inclusive, violation of the WSA Code of Conduct, failure to perform or violation of a fiduciary duty to the Board or the members, or offenses outlined in 3.1.1.2), up to and including expulsion, by a vote of two-thirds of the Executive Board, upon reasonable notice for conduct inconsistent with the purposes of WSA, but only after a reasonable opportunity for presentation of a defense has been given. In the interim, the Executive Board may suspend the Member or Director and reassign the person’s duties as deemed necessary.

5.2.3.Disciplinary proceedings:

5.2.3.1. Shall be open to Executive Board members only

5.2.3.2. Should be held as expeditiously as possible

5.2.3.3. Shall be conducted only at a special meeting called by the President or three other Executive Board members.

5.2.3.4. Only Executive Board members shall have access to any documents generated at, by, or for the proceedings.

5.2.3.5. The President or other appointed Executive Board member shall timely convey in writing the determination of the Executive Board to the charged member, detailing the charge, findings and final decision.

5.2.3.6. A member of the Executive Board subject to Disciplinary action may not vote in their own proceeding

6. ARTICLE VI: Duties of Directors

6.1. The following Duties of Directors are meant to assist the Directors in understanding and carrying out their primary duties and are not meant to be exhaustive, all-encompassing, or otherwise limiting. The Executive Board may, as required and at its discretion, find it necessary for the performance of certain duties to be amended, such as a change to Director performing the duties, or a change to the necessity of the specific duties being performed, to properly adapt to the needs of the organization..

6.2. The President shall preside over the affairs of WSA and shall oversee the work of the Board by:

6.2.1.Establishing and disseminating the agenda of the Board Meeting with the Secretary prior to its being held;

6.2.2.Presiding over Board Meetings and all meetings of WSA;

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- 6.2.3.Ensuring that the fiduciary responsibilities of the elected/appointed board members are being properly satisfied in accordance with those outlined in the bylaws, or pursue appropriate corrective actions if they are not, in accordance with Article V.
- 6.2.4.Providing technical assistance to subcommittees;
- 6.2.5.Representing WSA in the community and acting as a designated Board liaison between WSA and its funding sources on issues related to policy;
- 6.2.6.Convening special Board Meetings as needed;
- 6.2.7.Approve appropriations and payments as required
- 6.2.8.Oversee the distribution of benefits from fundraisers and/or sponsorships to coaches, directors, or members, to include tickets to professional soccer matches as appropriate
- 6.2.9.Performing any and all other things necessary and appropriate to the office of the President of WSA.
- 6.2.10. Representing WSA to the Town of Windham and the Windham School Administration Unit with respect to the use of Town or SAU facilities
- 6.2.11. Manage communications to the Membership via the WSA website
- 6.2.12. Represent WSA in matters pertaining to the NHSA/NHSL as required
- 6.2.13. In the President's absence, his or her responsibilities shall be filled, successively, by the Vice President of Travel or Vice President of Recreation

6.3. The Vice President of Travel shall be responsible for all duties in support of WSA's Travel programs, to include:

- 6.3.1.Establishing registration programs each season for all Travel teams/divisions
- 6.3.2.Developing and communicating an evaluation/analysis process across the club and leagues to ensure WSA fields competitive teams in conjunction with the Player Development Coordinator.
- 6.3.3.Creating and rostering teams based upon the results of the evaluation process to ensure teams are properly structured and enrolled in the appropriate league division.
- 6.3.4.Validating and assigning team coaching staffs (head coach, assistant coach, manager as required) and work with the Player Development Coordinator to ensure team trainer assignments when required.
- 6.3.5.Working with the Uniform Coordinator to ensure travel uniform ordering information is communicated to players and birth certificates and photos are collected if required by the league.
- 6.3.6.Working with the Field Maintenance and Equipment Coordinator to assist with the development of field layouts and identifying and ensuring all necessary equipment for fields and coaches is available.
- 6.3.7.Working with the Player Development Coordinator to ensure practices for teams are scheduled accordingly each season.
- 6.3.8.Working with the Field Scheduling Coordinator to ensure travel games are properly scheduled.
- 6.3.9.Working with the Registrar to ensure travel team coaches and players are timely registered on rosters properly with state and/or league requirements.
- 6.3.10. Working with the Risk Management [Background Check/SafeSport] Coordinator to ensure all coaches and trainers are properly checked and trained.
- 6.3.11. Communicating and coordinating with the league director regarding any issues that may arise pertaining to the travel team's participation in travel leagues.
- 6.3.12. Communicating and coordinating participation of travel teams in any tournaments and/or jamborees during each season.
- 6.3.13. Communicating changes in the league rules/requirements to all coaches and members of the board as necessary.
- 6.3.14. Work with parties in the travel program to resolve disputes as required
- 6.3.15. Ensure that all coaches have the necessary equipment for the season

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- 6.3.16. Hold a kick-off meeting at the start of each meeting with the coaches to communicate expectations, guidelines, and answer any questions they may have
- 6.3.17. Weather – Responsible for coordinating with the President, Vice President of Recreation, and Director of Player Development to determine the status of practices/games on any given day and communicating if practices/games are canceled. Vice President will ensure that the Schedule Coordinator is notified as is State Association/League for any travel implications
- 6.3.18. All other duties as required by the travel program

6.4. The Vice President of Recreation shall be responsible for all duties in support of WSA's Recreation programs, to include

- 6.4.1. Establishing registration programs each season for in-town and inter-town divisions
- 6.4.2. Creating and rostering teams for each division for both in-town and inter-town teams
- 6.4.3. Working with the Schedule Coordinator and the Director of Player Development to establish practice fields and schedules times for all teams at all divisions
- 6.4.4. Validating and assigning team coaching staffs for in-town and inter-town teams.
- 6.4.5. Loading teams, practice schedules and game schedules into the WSA website for the In-town division
- 6.4.6. Loading teams and practice schedules into the WSA website for Inter-town division
- 6.4.7. Participating member of the Inter-town league board, primarily via email communication, but may include 1 meeting per year in person
- 6.4.8. Coordinate with the inter-town league for older divisions to ensure proper communication regarding schedules and league requirements/rules Coordinate with Field Maintenance and Equipment Coordinator to ensure that equipment arrives in time to create coach's bag for each season
- 6.4.9. Work with Field Coordinator to assist with the development of field layouts as necessary
- 6.4.10. Weather – Responsible for coordinating with the President, Vice President of Travel, and Director of Player Development to determine the status of practices/games on any given day and communicating if practices/games are canceled. Vice President will ensure that the Schedule Coordinator is notified
- 6.4.11. Working with Risk Management Coordinator to ensure that all coaches are properly checked
- 6.4.12. Coordinate the Ordering of Rec team uniforms with the appropriate vendor and coordinate the ordering of medals/trophies for appropriate age groups
- 6.4.13. Coordinate the set up and distribution of coach's bags
- 6.4.14. Hold a kick-off meeting at the start of each season with the coaches to communicate expectations, guidelines, and answer any questions they may have
- 6.4.15. Work with Referee coordinator to assign referees for U8 games and above
- 6.4.16. Resolve disputes as they arise
- 6.4.17. All other duties as required by the recreation program

6.5. The Director of Player Development shall be responsible for:

- 6.5.1. Manage trainers to develop and amend a guideline document for coaching both recreation and travel soccer in WSA, including such topics as player motivation, practice objectives, game expectations.
- 6.5.2. Maintain and develop trainer practice schedule for Fall and Spring seasons for Travel and Recreation soccer as well as manage game coverage from a trainer standpoint.
- 6.5.3. Assist the VP Travel in developing an evaluation/selection process across the club to ensure WSA fields competitive teams.
- 6.5.4. Working with trainers and the Vice Presidents of Travel and Recreation on skills, programs, and other activities to develop a higher level of player performance for both recreation and travel soccer.
- 6.5.5. Working with Vice Presidents of Recreation and Travel to implement and assist with the WSA coaching guidelines.

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- 6.5.6. Negotiate and setup Trainer/Coach contracts on behalf of WSA to present to the President, Treasurer, and Executive Policy Adviser for review and concurrence.
- 6.5.7. Weather – Responsible for coordinating with the President, Vice President of Recreation, and Director of Player Development to determine the status of practices/games on any given day and communicating if practices/games are canceled. Vice President will ensure that the Field Coordinator is notified as is State Association/League for any travel implications
- 6.5.8. Coordinate Skill Sessions, Clinics, and Camps. Work with the Field Scheduling Coordinator and the President to ensure availability of fields both in season and off season
- 6.5.9. Performing any and all initiatives necessary related to player development or trainer partnerships.

6.6. The Treasurer shall aid in the fiscal management of WSA by:

- 6.6.1. Ensure that the receipt of funds collected through registrations, shared revenue from vendor activities, sponsorship, donation, or otherwise are properly categorized, properly documented, and deposited into association accounts. These receipts come to the organization via online transactions, post office, or by hand.
- 6.6.2. Ensure that the disbursement of funds for association activities is appropriate, properly authorized, properly documented, and done in a timely manner. All disbursements will be categorized and documentation (invoices and/or payment records) maintained. Disbursements may be electronic, by check, or in rare instances, in cash. These funds also include the payment of vendors and contractors, to include referees, trainers/coaches, the Windham School Administration Unit, field rentals, light tower rentals, uniform and equipment vendors, trophy vendors, field lining contractors, New England Revolution season tickets, etc.
- 6.6.3. Prepare accurate and timely financial statements (Profit & Loss, Balance Sheet) for all association revenue and expenses for the purposes of all association planning and filing of government documents. These financial statements should reconcile to the cash accounts. Ad hoc reports of receipts, expenditures, etc. may be required and need to be provided in a timely manner
- 6.6.4. Work with an independent outside accountant or certified tax preparer to ensure that the two annual filings, Internal Revenue Service and NH Division of Charitable Trusts, are completed accurately and timely (by August 15th).
- 6.6.5. Manage any surplus funds (moving deposits to CD's etc.)
- 6.6.6. Manage the financial relationships for WSA (banks, tax accountants, etc.)
- 6.6.7. Ensure that any and all tax documents required for WSA contractors are completed and provided to the contractors in a timely manner and in accordance with Federal guidelines and regulations
- 6.6.8. Maintain files with all invoices and transaction records
- 6.6.9. Work with the Vice Presidents of Travel and Recreation to ensure that all funds for registration are collected in a timely manner, and that any payment issues, to include refunds owed to members, are confirmed and managed accordingly
- 6.6.10. Reimburse board members or others for expenses incurred in the course of their duties (with receipts for the expenditures)
- 6.6.11. Ensure that any financial contractual requirements that WSA is obligated to uphold are being properly met, and that any revenue sharing arrangements with vendors are fulfilled.
- 6.6.12. Ensure that any funds from fundraising activities are properly accounted for and managed

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6.6.13. Performing any and all other things necessary and appropriate to the office of Treasurer

6.7. The Secretary shall be responsible for intra-Board communications by:

- 6.7.1. Taking minutes at Board Meetings and all meetings of WSA;
- 6.7.2. Procuring meeting places for meetings;
- 6.7.3. Preparing and distributing meeting agendas;
- 6.7.4. Notifying members of meetings;
- 6.7.5. Tracking e-votes, recording and distributing results, and summarizing votes at the next monthly meeting;
- 6.7.6. Affixing signatures on legal documents as mandated by circumstances;
- 6.7.7. Performing any and all other things necessary and appropriate to the office of Secretary.
- 6.7.8. Facilitate the distribution of benefits from fundraisers and/or sponsorships to coaches, directors, or members, to include tickets to professional soccer matches as appropriate in conjunction with the President

6.8. Executive Policy Adviser shall be responsible for:

- 6.8.1. Serve in an advisory capacity to the Board of Directors on matters that come before the board, providing guidance and assistance in helping to properly define, clarify, and interpret matters of policy that the board takes under advisement.
- 6.8.2. Serve as a member of the Executive Board, to include serving in the same advisory capacity for matters before the Executive Board
- 6.8.3. Work with the members of the board to ensure that policies, procedures, and other membership documents are written, maintained, and/or modified in a manner that is consistent with serving the best interest of both the members of the organization and the interests of the organization as an independent entity
- 6.8.4. Assist in the resolution of disputes with members of the organization as needed/requested by the Vice Presidents of Travel and/or Recreation, as well as serve as a facilitator when necessary should disputes arise within the Board of Directors

6.9. The Registrar shall be responsible for:

- 6.9.1. Registering all WSA players and coaches with the state organization(s) (e.g. NHSA/NHSL) as required, including integrating website registration data from WSA and resolving any associated discrepancies;
- 6.9.2. Coordinating with state/league registration requirements for player/team enrollments;
- 6.9.3. Maintaining files of all registrants provided to the state organization(s) for the current season;
- 6.9.4. Working with the Vice President of Travel to ensure all players have submitted a birth certificate and that the birth certificate is submitted to the state organization as required
- 6.9.5. Coordinating with the Vice Presidents of Travel and Recreation to ensure teams are updated and properly maintained in all necessary data bases (WSA, NHSA/NHSL, etc.) as required
- 6.9.6. Printing registration reports for registered travel teams
- 6.9.7. Producing team rosters and player/coaches cards registered travel teams
- 6.9.8. Updating team rosters and player/coaches cards during the season as required for registered travel teams
- 6.9.9. Coordinate with Risk Management Coordinator to ensure all coaches, managers and board members have completed all necessary requirements for registered travel teams

6.10. The Field Maintenance and Equipment Coordinator shall be responsible for:

- 6.10.1. Scheduling field layouts and net replacements;

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- 6.10.2. Overseeing weekly lining of fields;
- 6.10.3. Checking equipment shed for supplies and maintaining an adequate supply of needed equipment and supplies
- 6.10.4. Conduct a full equipment inventory at the end of each season, to include a review of any equipment (including goals, nets and any equipment on the fields) that needs to be replaced
- 6.10.5. Removing nets from the goals at the end of the season and put in storage, and replacing nets at the start of each season
- 6.10.6. Relocating goals as needed at the start and end of the season;
- 6.10.7. Coordinating the procurement of all required physical items, except uniforms;
- 6.10.8. Ensuring that WSA obtains competitive pricing;
- 6.10.9. Organizing balls, pinnies, cones, and first aid kits for distribution to teams with the Vice Presidents of Travel and Recreation
- 6.10.10. Distributing soccer equipment to managers and coaches with the Vice Presidents of Travel and Recreation
- 6.10.11. Inventory returned equipment at the end of the season in conjunction with the Vice Presidents of Travel and Recreation
- 6.10.12. Performing any and all other things necessary and appropriate to the office of Field Maintenance and Equipment Coordinator

6.11. The Fundraising Coordinator shall be responsible for:

- 6.11.1. Identifying fundraising opportunities for WSA
- 6.11.2. Identifying sponsorship opportunities with local organizations
- 6.11.3. Working with the Board to review and obtain support for fundraising opportunities;
- 6.11.4. Working with others, individually or as committees, to implement fundraising opportunities.
- 6.11.5. Working with outside organizations to coordinate and facilitate various fundraisers, to include the set up and execution of the fundraiser, as well as facilitating any funds owed to WSA with the help of the Treasurer
- 6.11.6. Work with the President, Senior Policy Advisor, and Treasurer in the matter of any contracts or agreements that are requested or required of any fundraising opportunity

6.12. The Risk Management Coordinator shall be responsible for:

- 6.12.1. Provide the appropriate links to on-line forms for any and all required risk management or safety related programs to coaches, assistant coaches, team managers, Board members and other volunteers who in the course of carrying out their duties may be alone with any registered player for any length of time;
- 6.12.2. Ensuring that all on-line submissions/forms have been correctly and completely filled out and returned;
- 6.12.3. Maintaining appropriate records of the approvals for any members (these need to be renewed on a regular basis that may vary based upon the program) in a secure place
- 6.12.4. Notifying the State Risk Management Coordinator of policy changes, complaints, and concerns;
- 6.12.5. Ensuring that required individuals have completed any required training (on-line or in person), such as Safe Sport
- 6.12.6. Promoting and enforcing both the Risk Management and the Safe Sport Programs.

6.13. The Picture and Uniform Coordinator shall be responsible for:

- 6.13.1. Coordinating the annual picture day for all WSA teams

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- 6.13.2. Coordinating with the VP of Travel the procurement of all required travel uniforms via a competitive bid process
- 6.13.3. Assisting the VP of Recreation as required for the procurement of Recreation Uniforms (e.g. shirts)
- 6.13.4. Organizing uniforms for distribution to team managers and coaches;
- 6.13.5. Inventorying any returned, unused uniforms at the end of the season;
- 6.13.6. Performing any and all other things necessary and appropriate to the office of Picture and Purchasing Coordinator (Uniforms).
- 6.13.7. Coordinating, procuring, and distributing travel coaches, trainers, and board member logo apparel as required

6.14. The Website and Publicity Coordinator shall be responsible for:

- 6.14.1. Receiving information from WSA and placing it into local media, such as local newspapers, social media outlets, and community television, to include:
 - 6.14.1.1. Advertisements for membership and seasonal programs
 - 6.14.1.2. Holiday Wishes to members via social media
 - 6.14.1.3. Posts regarding upcoming player training and development opportunities
 - 6.14.1.4. Positive posts regarding game results, player accolades, team accomplishments, and alumni news
- 6.14.2. Receiving information from WSA and providing it to the schools for distribution.
- 6.14.3. Assisting where able with the maintenance and appearance of the WSA website and ensuring that the site's content accurately reflect the goals and image of WSA
- 6.14.4. Assisting the board members where able with the available web-based tools related to the website, to include member communications, surveys, on-line stores, export of member data as needed for NHSA/NHSL and the like.

6.15. The Referee Coordinator shall be responsible for:

- 6.15.1. Recruiting referees for WSA recreation and inter-town games;
- 6.15.2. Ensuring Referees are properly credentialed and assisting referees in finding proper training or refresher courses
- 6.15.3. Preparing the referee schedules for all Recreation programs;
- 6.15.4. Managing the assignment of the referees, to include substitutes or replacements as required and coordinate with the VP of Recreation
- 6.15.5. Acting as a single point of contact for all referees' questions and concerns;
- 6.15.6. Handling complaints from coaches and parents about referees; and addressing referee complaints about coaches, parents and players.
- 6.15.7. Advising Referees of licensing and refresher training;
- 6.15.8. Performing any and all other things necessary and appropriate to the office of Referee Coordinator.
- 6.15.9. Advising youth referees on further opportunities available to them to referee for the state association/league

6.16. The Coaching and Training Coordinator shall be responsible for:

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- 6.16.1. Coordinating and promoting coaching training and licensing opportunities with state and national training initiatives
- 6.16.2. Working with the VPs of Travel and Recreation to help recruit and nominate interested persons wishing to be a coach or assistant coach for all soccer programs.
- 6.16.3. Assisting, along with the Director of Player Development, in the creation of training plans with the Vice Presidents of Travel and Recreation to support WSA programs.
- 6.16.4. Providing coaching resources to coaches and maintaining up to date resources on the WSA website with the Publicity and Website Coordinator
- 6.16.5. Identifying and providing opportunities and outlets for players to develop their skills and improve their strength and conditioning, to include:
 - 6.16.5.1. Links to existing online training
 - 6.16.5.2. The development of in-house online skills training (video, documents, etc.)
- 6.16.6. Performing any and all other things necessary and appropriate to the office of Coaching and Training Coordinator.
- 6.16.7. Assisting new coaches with questions they may have and provide guidance to assist in their development
- 6.16.8. Providing field training for coaches to ensure consistency in the training provided by WSA
- 6.16.9. Performing any and all other things necessary and appropriate to the office of Coaching and Training Coordinator

6.17. The Field Scheduling Coordinator shall be responsible for:

- 6.17.1. Coordinating, as appropriate, with the President and Vice Presidents of Travel and Recreation, to schedule fields for practices and games, both as part of pre-season and in season rescheduling;
- 6.17.2. Submitting Travel schedules to the necessary league registrars (e.g. state association / league);
- 6.17.3. Distributing schedules to all travel coaches and the Vice President of Travel.
- 6.17.4. Performing any and all other things necessary and appropriate to the office of Field Scheduling Coordinator
- 6.17.5. Responsible for coordinating with coaches, the Vice President of Travel (as required) and the state association/league to coordinate and reschedule any postponed or canceled games.

7. ARTICLE VII: Standing and Special Committees

- 7.1. The Executive Board may create such standing and special committees as it deems necessary to promote the purposes and carry on the work of WSA. The term of each committee chairman, if one is so designated, shall be one year, until the committee is dissolved and no longer needed, until the election and qualification of his/her successor or removal by the Executive Board, whichever is first.
- 7.2. The Chairman of each standing and special committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the majority approval of the Executive Board.
- 7.3. The President or his/her appointee from the Executive Board may, at their discretion, be an ex-officio member of any standing or special committee.
- 7.4. A quorum for any standing or special committee shall be a majority of the members of the committee.

8. ARTICLE VIII: Meetings and Annual Meetings

- 8.1. Unless otherwise required, all decisions at Board meetings other than Annual Meetings shall be by majority vote of the Directors present and voting. All decisions at Annual Meetings shall be by majority vote of the Members and Directors present and voting.

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- 8.2. Board meetings shall be held at such times and places as the Board shall determine and shall require seven-days advance notice, unless all Directors waive notice and an agreement is made on a time and date. The Board should meet regularly on a monthly basis at a regular day, time and location. Meetings may be held via an appropriate teleconference or video conference tool should the board not be able to meet in-person as long as proper notice of the virtual meeting and appropriate access is provided.
- 8.3. Special meetings of the Board may be called by the President or by a majority of the Executive Board and shall require seven-days advance notice, unless a majority of the Executive Board waives notice and an agreement is made on a time and date.
- 8.4. An Annual Meeting shall be held after the fiscal year has been completed and an independent accountant has reviewed the Treasurer's annual report, and after at least a two-week notice period to the membership. The business to be conducted includes: Election of Directors for the coming year; and reviewing the Treasurer's annual report.
- 8.5. The quorum necessary to conduct business at any WSA Board meeting, special meeting or Annual Meeting is fifty percent of the Executive Board.

9. ARTICLE IX: Conflict of Interest

- 9.1. Each Director, prior to taking his/her position on the Board, and all present Directors shall submit in writing to the President and the Board a list of all businesses or other organizations of which s/he is an officer, director, trustee, member, owner (either as a sole proprietor or partner), shareholder, employee or agent, with which WSA has, or might reasonably in the future have a relationship in which the Director would have conflicting interests. The President shall become familiar with the statements of all Directors in order to guide his/her conduct should a conflict arise.
- 9.2. At such time as any matter comes before the Board in such a way as to give rise to a conflict of interest, the affected Director shall make known the potential conflict, whether disclosed by his/her written statement or not, and after answering any questions that might be asked him/her, shall withdraw from the meeting for so long as the matter shall continue under discussion. Should the matter be brought to a vote, neither the affected director nor any other Director with a pecuniary benefit transaction with WSA shall vote on it.
- 9.3. The Board will comply with all applicable New Hampshire laws regarding conflicts of interest, including but not limited to the requirements of a two-thirds vote where the financial benefit to the director or trustee is between \$500 and \$5,000 in a fiscal year, and to the requirement of a two-thirds vote and publication in the required newspaper where the financial benefit exceeds \$5,000 in a fiscal year. The New Hampshire statutory requirements are incorporated into and made a part of this conflict policy.

10. ARTICLE X: Club Fees

- 10.1. Club fees shall be paid
 - 10.1.1. Prior to the beginning of the fall season for under fifteen travel age groups that covers both fall and spring seasons
 - 10.1.2. Prior to the beginning of each season for all recreation teams
 - 10.1.3. Prior to the spring season for all travel players added to teams after completion of the fall season or for any spring-only teams
 - 10.1.4. Prior to the start of each skills clinic, camp, and paid training session or any other similar individual program offered by WSA.
- 10.2. Hardship cases

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- 10.2.1. Parents or guardians of players unable to pay all or a portion of the club fees, which may include ancillary expenses such as uniforms and equipment, may request a full or partial waiver of payment through the Executive Board, either in writing or in person.
- 10.2.2. The Executive Board shall vote on the waiver request at its next scheduled meeting. Approvals are only valid for the specific season for which the waiver is sought.

11. ARTICLE XI: Assets

- 11.1. In the event of dissolution of WSA, the funds and assets of WSA shall be transferred to any other similar organization in Windham, failing which, to the Windham School District.
- 11.2. Any merger, acquisition or partnership agreements between WSA and any other organization either existing or proposed, must be approved by three-quarters of those present and voting at the meeting, provided that the agreement to be voted on has been: 1) posted for at least 14 days; and 2) notice has been sent to all Directors at least 14 days prior to the meeting. Posting on WSA's website shall satisfy the posting requirement. Directors shall be entitled to vote by proxy.

12. ARTICLE XII: Amendments

- 12.1. These Bylaws may be amended or repealed by a two-thirds vote of all Members and Directors present and voting at any Annual Meeting, or by a two-thirds vote of all Directors present and voting at a regular or special meeting, provided that the provisions to be voted on have been: 1) posted for at least 14 days; and 2) notice has been sent to all Directors at least 14 days prior to the meeting. Posting on WSA's website shall satisfy the posting requirement. Directors shall be entitled to vote by proxy. The Executive Board may consolidate, create or otherwise amend Coordinator and Director positions between annual meetings, as deemed necessary to attract and retain volunteers or to properly conduct the business of WSA.