



**PSC BYLAWS
MEMBER**



ASSOCIATION COMPLIANCE

The following BYLAWS of the Prairie Soccer Club are based upon the criteria as cited in the Washington Youth Soccer Member Association Compliance Checklist. This compliance checklist is a guide for Member Associations, based on the provisions found in

Washington Youth Soccer's Governing Documents. This checklist organizes those provisions in a manner that is intended to facilitate compliance with these provisions.

General Criteria for Membership

Member Associations must meet and maintain the following general requirements:

1. Must be Washington non-profit corporations in good standing with the State of Washington;
2. Must maintain tax exemption under Section 501(c)(3) of the Internal Revenue Code;
3. Must not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin;
4. Must comply with and have the responsibility to follow and enforce the Governing and Operating Documents of Washington Youth Soccer for itself and its members;
5. Must function as administrative and coordinating organizations for Washington Youth Soccer programs that contain clubs and/or teams in which individuals under nineteen (19) years of age learn and play soccer in Washington Youth Soccer leagues;
6. PSC must demonstrate the capability of conducting balanced league play in all age groups without help from neighboring Member Associations; and
7. Must annually register its players with Washington Youth Soccer.

Requirements for Member Associations' Governing Documents

Member Associations must make copies of their governing documents –Articles of Incorporation, Bylaws, Policies and Procedures – as well as their operating documents and rules available to their members and maintain current versions of the documents on their website. These documents must contain the following provisions:

1. Shall be open to any soccer players, coaches, trainers, managers, administrators, and officials not subject to suspension by USSF;
2. Provide and coordinate opportunities for every player within its geographic boundaries

to participate in Washington Youth Soccer activities;



3. Acknowledge that the USSF articles of incorporation, bylaws, policies, and requirements take precedence over and supersede the governing documents and decisions of said organizations to Member Association Compliance Checklist the extent applicable under state law, and shall provide that said organizations will abide by the USSF articles, bylaws, policies and requirements, including those on interplay;
4. Provide equitable and prompt hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities organized or sponsored by said organizations may be appealed first to Washington Youth Soccer Appeals Committee and then to the USSF's Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision;
5. Provide for becoming and remaining a Member Association, which affiliation may be voluntarily modified or discontinued only by action of the members of said organization at the annual meeting;
6. Provide it shall be governed by the Governing and Operating Documents of Washington Youth Soccer in the administration and conduct of youth soccer programs within its territory, and by the rules and regulations of US Youth Soccer as may be applicable pursuant to the membership of Washington Youth Soccer in US Youth Soccer;
7. Adopt Washington Youth Soccer Conflict of Interest Policy and Code of Ethics;
8. Articles of Incorporation must provide that, upon dissolution of the Member Association, all remaining assets shall be transferred to WA Youth Soccer to be used to accomplish the purpose for which the Member Association was organized. If the Member Association's programs include sports other than soccer, then only the assets allocated to the soccer program are required to be transferred to WA Youth Soccer; &
9. Have governing documents that are consistent with WA Youth Soccer governing documents.

Conflict of Interest and Code of Ethics

Maintaining the highest levels of ethics and accountability is part of the philosophy of Washington Youth Soccer. To this end, Washington Youth Soccer has adopted a Conflict of Interest Policy and a Code of Ethics. Member Associations must adopt both of these policies, and ensure that they are followed. Forms of these policies can be found at the links above. All Member Associations have a duty of loyalty to Washington Youth Soccer and shall support and promote the mission, purpose, activities and decisions of Washington Youth Soccer. No Member Associations of Washington Youth Soccer or their directors, officers, employees, volunteers and committee members shall engage themselves in a Washington Youth Soccer,

District or Member Association position or function in an effort to secure an advantage for another organization or individual, or for their personal or business gain. Any potential conflict



of interest shall be declared in a disclosure statement to the board of the Member Association, District or Washington Youth Soccer, as applicable. If a conflict of interest is evident, that the board shall request the withdrawal of the person or recommend an investigation.

The Board of Directors shall adopt a Conflict of Interest Policy that comports with applicable state and federal requirements. Each Director shall, on an annual basis, sign a Conflict of Interest Disclosure Form to disclose any actual or potential conflicts that Director may have.

The Board of Directors shall adopt a Code of Ethics that comports with applicable state and federal requirements. Each Director shall, on an annual basis, sign a Code of Ethics Statement in which he or she agrees to act according to the Code of Ethics.

Member Association Compliance File

Washington Youth Soccer will maintain files for all Member Associations in order to insure compliance with membership requirements. Member Associations must provide Washington Youth Soccer with copies of the following documents:

1. Articles of Incorporation, including amendments, and Certificate of Incorporation
2. Bylaws, including amendments
3. Policies and procedures, including Conflict of Interest and Code of Ethics policies
4. IRS tax determination letter
5. Washington State Charitable Organization Registration, if filed

In order to continue as a Member Association, Member Associations shall provide annually to Washington Youth Soccer:

1. Annual Compliance Certification indicating that the Association has met the compliance requirements
2. Copies of any documents submitted to the Internal Revenue Service during that year, including Form 990 (or Form 990 EZ)
3. Copy of the annual nonprofit corporation report filed with the Secretary of State
4. Copy of the charitable registration report filed with the Secretary of State, if any
5. Copies of any amendments to the Association's governing documents
6. List of directors, officers and committee members
7. Annual budget and financial statements



PSC BYLAWS

PREAMBLE

All members and representatives of the Prairie Soccer Club should keep in mind that youth soccer is a service to the community. This organization will only prosper if the welfare of the players is the primary concern.

Changes to Bylaws

• Changes to these Rules and Regulations for Prairie Soccer Club may be made at any regular Board meeting by a majority vote, subject to the board quorum requirement. • Upon adoption by the Board, these Bylaws shall supersede any and all previously existing Constitution and Bylaws of this Corporation.

• ARTICLE 1 – The Club

1. This Organization will do business as the Prairie Soccer Club, hereafter referred to as the Club.
2. The Club is and shall be nonprofit, nonsectarian, and nonpartisan.

• ARTICLE 2 – Purpose

The purpose of the Club is educational and includes the following:

1. Teach and train players and coaches of affiliated teams formed from players by providing a vehicle through which they may expand their education and knowledge about the game of soccer beyond that which each might do individually.
2. Teach through the game of soccer, sportsmanship, physical health, and mental alertness.
3. Provide a program to develop the physical, emotional, and social stability of the players participating, and to encourage interested volunteer adult leadership to share their time and effort on behalf of the program.

• ARTICLE 3 – Affiliations

1. The Club is a non-profit organization and may be dual or solely affiliated with the Federation Internationale de Football Associations (FIFA), the United States Soccer Federation (USSF), the United States Youth Soccer Association (USYSA), Washington Youth Soccer (WYS), Thurston County Youth Soccer Association (TCYSA), or other sole or dual affiliation as determined by the Board of Directors by majority vote.

• ARTICLE 4 – Membership

General membership will consist of the following:

1. Player Members



- a. Any youth player that is eligible to participate under any program that the Club provides.
 - i. Player members do not have any voting rights.
- 2. Regular Members
 - a. Parents/Grandparents/Guardians of players registered to a team or program in the Club.
 - i. Regular members have voting rights at the Annual General Meeting (AGM).
- 3. Coaching Members
 - a. Any head or assistant coach that is approved by the Club and has a valid Risk Assessment Management Number.
 - i. Coaching members have voting rights at the Annual General Meeting (AGM).
- 4. Board Members
 - a. Any adult that has been elected or appointed to the Board and has a valid Risk Management Assessment Number.
 - i. Board members have voting rights for anything that pertains to the Club.
- 5. Special Members
 - a. Any other adult volunteers approved by the Club President and in possession of a current Risk Management Assessment Number.
 - i. Special members have voting rights at the Annual General Meeting (AGM).

● **ARTICLE 5 – Jurisdiction**

The Club shall have jurisdiction over all its members as defined in Article IV.

● **ARTICLE 6 – Control and Authority**

1. Governing authority of this Club shall be vested in the Board of Directors (Board) which is composed of Executive and Non-Executive Officers as defined in Article 7. 2. The Club shall be governed by its Bylaws, Rules and Regulations, and decisions approved by the Board.

● **ARTICLE 7 – Organization and Governing Body**

1. All Board members may attend Board meetings and vote, except that the President will only vote on issues that are tied following a vote of the members in attendance. 2. The Board consists of the following elected Executive Officers of the Club.
- a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
 - e. Director of Administration



- f. Director of Competition
- g. Equipment Manager
- 3. The Board may appoint up to ten Non-Executive Board positions to aid in committees, programs, and such matters as the Board sees fit. The Non-Executive Board positions will have a vote.
- 4. The Board may appoint a paid Club Manager, by contract, in order to support in the daily operations of the Club.
 - a. The Club Manager will be paid wages determined by a Club Board approved contract.
 - b. The Club Manager may attend Board meetings but may not vote on any issues.
 - c. The term of office for elected Executive Officers shall be two years and for appointed Non- Executive Officers one year.
- 5. Elections
 - a. President, Director of Administration, Director of Competition and Equipment manager will be held at the Annual General Meeting (AGM) on odd-numbered years.
 - b. Vice- President, Secretary, and Treasurer will be held at the Annual General Meeting (AGM) on even-numbered years.
 - c. Non- Executive Officers will be annually appointed at the Annual General Meeting (AGM).

● **Article 8 – Organization and Responsibilities**

Executive Officers

1. President

- a. The President shall supervise all activities of the Club and Board, serve as chairman at all Club meetings, appoint people to fill vacancies on the Board subject to approval by the Board until the next Annual General Meeting (AGM), be the titular head of all committees, and facilitate financial transactions by operating as one of the designated signatories for the Club’s bank accounts.
- b. The President shall be the Club representative or appoint another Board member as the representative to sit on the Board of Thurston County Youth Soccer Association (TCYSA) as the Club representative, and shall call Club meetings or Board meetings as the need arises, or when requested by at least fifty percent of (1) the affiliated teams or (2) the Club members or (3) the members of the Board.



- c. The President may, at his or her discretion, delegate committee, and representative roles to other Board members.

2. Vice-President

- a. The Vice President will succeed to the role and responsibilities of the President in his or her absence, during illness, or on his or her resignation for the remainder of the President's term.
- b. He or she will also assist and support the President in the administration of the Club's business and will facilitate financial transactions by operating as one of the designated signatories for the Club's bank account.
- c. He or she will chair the Discipline Committee.

3. Secretary

- a. The Secretary shall attend to and file document all correspondence, record, prepare, and distribute all meetings' minutes to be read at subsequent meetings. b. The Secretary will send the meeting minutes to the Board within ten days after the adjournment of any Board meeting.
- c. The Secretary shall also notify all Board members and Club members on all matters pertaining to meetings.

4. Treasurer

- a. The Treasurer shall keep financial records on all monetary transactions, including all incoming receipts and outgoing payments; shall maintain and coordinate annual budget, maintain a checking account with signature authority by the President, Vice President, and the Treasurer, report on financial status and provide all requested information for the audit of the financial records.
- b. The Treasurer shall prepare, or have prepared, all documentation for filing with the appropriate regulatory authorities, including but not limited to, Internal Revenue Service and the Secretary of State for Washington.
- c. The Treasurer shall maintain the Club's 5013C status and keep the status current.
- d. In charge of purchasing the equipment for Prairie Soccer Club.

5. Director of Administration

- a. The Director of Administration will be responsible for keeping the Board members and Coaches in compliance with the Risk Management Assessment (RMA).



- b. The Director will also work with TCYSA and the Club manager with registration of teams and or players.
- c. The Director will verify that WSYSA processes are being followed (e.g. in age verification, head injury awareness and education).
- d. The Director will fill in for the Club manager as needed.
- e. Assists with team sorting
- f. Coordinates RMA clearance process
- g. Coordinate registration assistance
- h. Provides backup to club Manager in her absence

6. Equipment Manager

- a. Maintain, and account for all team and field equipment.
- b. Schedule equipment hand-out and turn-in.
- c. Notifies the Board of coaches who are delinquent.
- d. Keep a running inventory of all equipment owned by the Club.
- e. Will make and put in request for equipment needed.

7. Director of Competition

- a. The Director will serve as a coaches' coordinator, with responsibility for ensuring all coaches are trained and informed through coaches' clinics and other tools. b. He or she will support the recruitment of coaches, encourage appropriate coach behavior towards players, match officials, other coaches, and spectators; schedule coaches' meetings at the beginning of each season, encourage attendance, and provide coaches' packets.
- c. The Director will coordinate with the Equipment Manager to ensure coaches have all necessary equipment.
- d. The Director will support player development and recreational program development by working with and providing training to coaches.
- e. The Director will lead and coordinate Association administered competitions, including leagues and tournaments;
- f. The Director will make recommendations to the Board on the organization of league competition, including the creation of special divisions
- g. The Director shall work with selected volunteer Board members in developing special programs for competitive and recreational soccer as approved by the Board of Directors, and that all programs are in compliance with WSYSA/TCYSA guidelines



- h. The Director will assist in ensuring proper conduct and behavior are maintained by the coaches, players, and spectator's participating in those programs.
- i. The Director will coordinate Top Soccer.
- j. The Director shall work within developing special programs for competitive and recreational soccer as approved by the Board of Directors, and that all programs are in compliance with WSYS/TCYSA guidelines

9. Non-Executive Officers

- a. Sit on committees
- b. Assists with equipment manager duties
- c. Assists with field marshal duties
- d. Assists with Tournaments
- e. Help on programs and any such matters as the Board sees fit

Board Authority

1) The Board has authority to vote on:

- a. Amendments to these Bylaws
- b. Adoption of the Club's operating and capital budgets
- c. Any other supplementary budget items
- d. The Clubs Rules and Regulations
- e. Other matters as the Board sees fit to decide in the interests of the effective operation of the club.

1) Replacement of Board Members

- a. Vacated Board positions will be appointed by the President and approved by the Board.



- b. Board Members may be removed by a majority vote of the Board provided at least

15 days notification had been given to allow Board members in advance of the meeting date that such a proposal is considered.

- c. The Board members must satisfy themselves that the removal of the Board member is for cause.
- d. In such votes, the Board member whose removal is proposed has the right to be notified, attend, and vote on the proposal.

● **Article 9 – Annual General Meeting (AGM)**

1. The Annual General Meeting (AGM) of all members of the Club shall be held for the primary purpose of electing members to the Board and for approving amendments to the BYLAWS. 2. The AGM will be held before the start of the Fall Soccer Season, in which the newly elected officers will take their positions, and within twelve months of the previous AGM. 3. The quorum for the AGM will be at least four Executive Officers. If an AGM needs to be reconvened because of a failure to meet the quorum requirement, the reconvened meeting may vote by majority in attendance to waive the quorum requirement if necessary to conduct the business of the AGM.

- 4. All members are entitled to attend and vote.
- 5. The order of business of the AGM shall be as follows:
 - a. Roll Call
 - b. Minutes of the Last AGM
 - c. Officer and Committee Reports
 - d. Unfinished Business
 - e. Proposals
 - f. BYLAWS Revisions
 - g. Election of Officers
 - i. Voting by Proxy is not permitted.
 - h. New Business
 - i. Adjournment

● **Article 10 – Board Meetings**

- 1. Board meetings will be held monthly on a day and time approved by the Board. a. Additional or special Board meetings may be called by the President or when requested by at least fifty percent of
 - i. the affiliated teams or

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- ii. the Club members or
 - iii. the members of the Board.
2. A quorum shall consist of a simple majority of the Board members.
 3. All Board meetings will be open to all members unless the President determines that topics of a sensitive, confidential, or potentially litigious nature are to be discussed.
 4. Only Board members have the authority to vote at all Board meetings besides the Annual General Meeting (AGM) which is open to the entire membership.
 5. Not counting Annual General Meeting, all other meetings' votes may be cast in person, via phone, or other electronic means.
 6. Any items that the Board sees fit can be voted in any manner as the Board approves.
 - a. The vote and manner must be read into the meeting to be captured in the meeting minutes
 - b. If the vote does not happen at a Board meeting then the vote must be read in at the next Board meeting.
 - c. Board members missing three meetings without notice are subject to removal by a simple majority vote, and a replacement member may be nominated by appropriate motion and elected by a simple majority vote
 - d. Board members who fail to participate in an official PSC function over the span of six months, to include but not limited to parades, service projects, field marshaling, walk-up registration, fund-raisers, ad-hoc committees, etc. are subject to removal by a simple majority vote, and a replacement member may be nominated by appropriate motion and elected by a simple majority vote

● **ARTICLE 11 – BYLAWS Changes and Amendments**

1. Proposed changes or amendments to the BYLAWS must be submitted in writing to the Secretary of the Club thirty (30) days before the Annual General Meeting (AGM) for editing prior to sending to the Club Manager for public posting on the Club website and sending to TCYSA for review.
2. The Club BYLAWS shall be consistent with the requirements of the TCYSA and WSYSA rules.

● **ARTICLE 12 – Rules and Regulations Changes and Amendments**

1. Rules and Regulations for the Club can be changed at any time with a simple majority vote of the Board.
2. Once the Rules and Regulations have been changed, the document must be uploaded and posted on the main page of the Clubs website within fifteen (15) days of such changes, with

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a club email blast sent to all Club families notifying them that the Rules and Regulations have changed.

● **ARTICLE 13 – Parliamentary Authority**

1. All meetings of the Club shall be conducted using the current edition of “Robert's Rules of Order” as a guide unless this is in conflict with the Clubs BYLAWS.

● **ARTICLE 14 – Coaches Selection**

1. Coaches may be selected based on the following criteria:
 - a. Demonstration of High Moral Character
 - b. Proven ability to Work With Youth
 - c. desire to learn (head coach and assistant coach)
 - i. History of consistent attendance
 - ii. Minimal justified parental complaints
 - d. Desire to Coach
 - e. Ability to Work within the Club Structure
 - f. Evaluation of historical documentation of commendations and/or disciplinary actions/complaints
2. The Club Manager will make the final selection of coaching assignments. a. The Director of Competition will step in to resolve any discrepancies, conflicts, or approve final assignments in the event the Club Manager is unable to do so. b. Priority positions are given to those coaches who commit to coaching within the first two weeks of open registration.
3. Questionable conduct of a coach may result in warnings, suspensions, or revocation of coaching privileges, which will be decided by the Board of Directors through the Disciplinary Committee.
 - a. Revocation of coaching privileges will be documented and attached to future coaching applications.
 - b. The coach will be duly notified of the Board’s decision by the Director of Competition.
4. Coaches are strongly encouraged to attend available coaches’ clinics. a. The Coaches have the responsibility of obtaining any information presented at coaches’ clinics for application to their respective teams.
 - b. Coaches are encouraged to send an adult team representative to the Club Board Meetings to relay important messages back to the team.



- c. Two consecutive seasons of missing coaches clinics *may* result in not being selected to coach in a future season
5. Coaches are required to attend the coaches' meeting.
 - a. Failure to do so may result in loss of player refund at the end of the season
 - b. Two violations of missing a coaches meeting may result in not being selected to coach in a future season
6. Coaches are directly responsible for reasonably safeguarding any club property issued to him or her and are responsible for returning such property at the end of the playing season.
 - a. If coaches are unable to return the equipment at the designated due dates, or have a team representative return on their behalf, the coaches will be billed a late fee of \$5.00 per day for each day late.
 - b. If the equipment is not returned within two weeks of the posted return dates, coaches will be sent an invoice for \$200 for U8 – U10 or \$250 for U11 on up. c. If the invoice is not paid within the timeframe as designated on the invoice, the invoice will be turned over to collections.
7. All coaches, assistant coaches, and team managers must be registered with the Club and will be subject to RMA Clearance according to the appropriate sanctioning body regulations. The use of a non-RMA cleared coaching staff member will result in disciplinary action.
8. There must be two RMA cleared individuals per team.

● **ARTICLE 15 – Disciplinary and Grievance Procedures**

1. The Disciplinary Committee may conduct investigative or disciplinary proceedings on its own initiative, or on the written or oral complaint of a third party.
2. Notice of the proceedings will be provided to all interested parties in such ways as the Committee shall deem most expedient, but there will be no requirement that the membership at large be notified.
3. If held, a hearing shall take place in the presence of all parties of interest.
4. The intent of the hearing is to abide by strict rules of evidence as would occur in a court of law.
 - a) The hearing chairman may exercise latitude in attempting to determine the facts of the case. The basic tenant to be followed is that each party shall be afforded an equal opportunity to present their case.
 - b) Copies of all written evidence that a party wishes to present shall be given to the hearing committee, defendant, and petitioner.

c) The Committee shall have the power to summon any Club member or Club staff to appear at any hearing relative to any matter which comes before it for investigation. d) After hearing, the Disciplinary Committee, by a majority vote of those members present and for a just cause, may impose such disciplinary sanctions upon a player, parent or Coach as the Committee deems appropriate for violation of the club's rules and regulations, or suspend, bar completely or otherwise discipline: any player, parent, coach, team manager or team representative, club officer or other persons who are affiliated or associated with the Club.

a. Just cause need not be actions specifically delineated in the rules of this Club.

Just cause includes, but is not limited to, violation of the Club's Bylaws or Rules and Regulations, or behavior or actions deemed detrimental to youth soccer, good sportsmanship or the Club's standing in the community, or to the health and safety of any member of the Club or public. Such sanctions include, but are not limited to:

i. Probation: Member or player is sent a letter of reprimand, which details the infraction(s) and states the probationary period. Any Further violation during the probationary period will be grounds for suspension. At the end of the probation, members will be reinstated to good standing.

ii. Suspension: Member or player is sent a letter of reprimand that details the infraction and states the suspension period. Member or player is not permitted to attend practice or games of the player's team for a period determined by the Committee. Members or players may petition the Committee in writing at the end of the time period to be reinstated on probationary status. The second violation in a probationary status results in expulsion.

iii. Expulsion: Member or player is sent a letter of reprimand, which details the infraction and states that the parent or player is permanently enjoined from participation in the organization. In the event of a parent expulsion, a player may continue to participate, under such terms as the Board sets forth.

b. The Committee Chairperson shall prepare a written summary of the hearing, detailing the charges, findings, and decisions taken in the case. The summary shall be distributed to affected parties and the Board within 15 days of the Disciplinary Committee's decision.

c. Immediate Suspension:

- i. The President/Vice President may immediately suspend from the Club anyone who, through his or her actions, causes or creates an incident or atmosphere that the President deems affects or threatens the health or safety of any member of the Club or the public at any soccer event that the Club is a participant in, or who commits any egregious action deemed harmful to the Club or its members.
- ii. Any person(s) so suspended shall have 5 business days to appeal the President's action in writing and request a hearing by the Disciplinary Committee.
- iii. The Disciplinary Committee shall convene a hearing within 10 days of receipt of the appeal and may uphold or overturn the President's action, or impose any sanction it deems appropriate.

d. Appeals: Any party to a proceeding may appeal a ruling of the Disciplinary Committee, but must do so in writing presented to the President, within 5 days of the Board's ruling.

- i. Upon appeal, the President may, but is not required to suspend any disciplinary action pending resolution of the appeal. In the event of an appeal, the Board, within 15 days, will hold an evidentiary hearing, with the President serving as hearing officer.
- ii. Upon receipt of appeal, properly submitted, the President shall set a time and place for the hearing and will advise all appropriate parties. 1. Such hearings and settings are solely the responsibility of the Board of Directors, but the appealing party is bound to present all information and evidence relative to the appeal at the hearing.
2. Any interested party may present witnesses, but no person may be compelled to testify.
- iii. The Board will not be bound by the decisions of the Disciplinary Committee, and may or may not impose any sanction at its disposal. iv. Final decisions of the Board may be appealed in accordance with US Club or WSYSA Bylaws if the matter at hand involves a sanction affecting the registration of a player registered with US Club or WSYSA. US Club or WSYSA, through its duly authorized committees or

- otherwise as set forth in their Bylaws, shall have jurisdiction in such matters to approve, modify or reverse a decision of the Board.
- v. Notice of the hearing of an appeal will be provided to all interested parties in such ways as the Board shall deem most expedient, but there will be no requirement that the membership at large be notified.
 - vi. In cases of controversy as to timely receipt of appeals, the postmark date (postage meter not acceptable) will govern.
- e. No Club Member may invoke the aid of the courts in the United States or the State of Washington or any other State without first exhausting all available remedies within the Club and the USSF and its member organizations, as provided within the United States Soccer Federation Bylaws.
- f. For violation, the offending party shall be subject to suspension and fines, and shall be liable to the Club for all expenses incurred by the Club and its members in defending each court action, including but not limited to:
- i. Court costs & attorney's fees;
 - ii. Reasonable compensation for time spent by Board members in responding to and defending against allegations in the action, including responses to discovery and court appearances;
 - iii. Travel expenses;
 - iv. Expenses for holding special Board meetings necessitated by the court action.

● **ARTICLE 16 – Fundraising**

1. The Board must approve all fund raising activities in advance.
2. Teams are encouraged to seek their own sponsorship.
3. Sponsor funds shall be used only for team activities, equipment, education or other activities related to the goals of the club.

● **ARTICLE 17 – Conflict of Interest**

1. No member shall engage in a Club position or function for his or her personal or business gain. Any potential conflict of interest should be disclosed by the individual in a statement to the Board.

- a) The Board may initiate an investigation of any potential conflict of interest, whether disclosed or not, and make an appropriate determination to protect the position and the integrity of the Club.
- b) Club members will abstain from voting on all issues where a personal or business conflict of interest may exist and such abstention will be noted in the Board minutes.

● **ARTICLE 18 – Political Activities**

1. The Club shall not, either directly or indirectly, participate in any political campaign on behalf of or in opposition to any candidate for public office or any cause, except to support or endorse projects or causes serving the betterment or development of youth soccer.
2. The Club is organized exclusively for charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501C (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by an organization, contributions to which are deductible under 170C (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

● **ARTICLE 19 – Dissolution**

1. Should the Club be dissolved, all financial and physical assets remaining after payment of all debts shall be turned over to TCYSA providing TCYSA is qualified under section 501C (3) of the Internal Revenue Code.
 - a) TCYSA will divide such assets among remaining clubs in proportion to their player numbers in the playing year immediately following the year of dissolution of Prairie Soccer Club.
 - b) The Board of TCYSA will use reasonable judgment in defining the value of non-financial assets in this distribution. If TCYSA is not qualified under Section 501C (3) or is not in existence at that time, the Board of the Club will, by majority vote; decide the destination of all financial and physical assets provided, however, that this distribution is for the benefit of youth soccer in Washington State.
2. No part of the net earnings of the organization shall ensure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501C (3) purposes.

