



**NANTUCKET STUDENT SOCCER ASSOCIATION DBA NANTUCKET SOCCER CLUB**

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**BY-LAWS OF NANTUCKET STUDENT SOCCER ASSOCIATION**  
**DBA NANTUCKET SOCCER CLUB**

**SECTION 1 - Name**

- 1-1 The name of this charitable corporation, organized under Chapter 180 of the laws of the Commonwealth of Massachusetts, shall be the Nantucket Student Soccer Association DBA Nantucket Soccer Club; hereinafter referred to as Nantucket Soccer Club (NSC).

**SECTION 2 - Purpose, Mission & Beliefs**

- 2-1 The general purpose of the NSC shall be to promote the enjoyment and appreciation of the game of soccer for the youth of Nantucket, in the town and county of Nantucket, Massachusetts and at other places within the Commonwealth of Massachusetts and elsewhere. This association is affiliated with and complies with the authority of the Massachusetts Youth Soccer Association, Inc., hereinafter referred to as MYSA and the United States Youth Soccer Association, Inc. No part of the net earnings of the NSC, if any, shall inure to the benefit of any member, trustee, officer or other private individual unless otherwise noted herein.
- 2-2 NSC strives to develop, deliver and foster quality soccer programs based on the philosophy of age appropriate player development. Our objective is to create an environment where fun is found through participation, provide programs that encourage positive attitudes and develop athletes physically, socially and emotionally.
- 2-3 NSC believes the following: Fun - that playing the game of soccer is fun, Participation - each child should be given the opportunity to participate, Good Sportsmanship - that children will adopt respectful and courteous attitudes when coaches and parents model and value such behavior, Soccer Skills - that young athletes acquire better skill through increased playing time and exposure to the game of soccer.

**SECTION 3 -- Membership**

- 3-1 Membership in the NSC shall be open to any parent with a registered child in an NSC program; duly registered MYSA adult coaches or referees.
- 3-2 A member may be suspended or expelled from NSC for rule violation(s) or serious misconduct during any NSC sponsored or represented event. In the event of a rule violation of serious misconduct, the complainant must notify the President in writing. The member is then to be notified of the complaint in writing by the President, by registered or certified mail. The member's reply within 15 days, along with the original complaint will be reviewed by the Board of Directors, who will then take whatever action deemed to be in the best interest of the corporation. Violation of corporation-sponsored events shall be addressed to the Board of Directors.

#### **SECTION 4 – Meetings**

- 4-1 The Annual Meeting shall be held in January, on a date established by the Board of Directors. Notice of the Annual Meeting will be published in a public forum, including social media or direct email via current member database, for at least 2 consecutive weeks prior to the meeting. The Annual Meeting will be open to the general public.
- 4-2 A majority of the Board of Directors at the Annual Meeting will constitute a quorum. The purposes of the Annual Meeting will be to answer questions from the general membership that may be asked of the Officers and Committee Chairperson, and to elect Directors for the ensuing year.
- 4-3 Regular monthly board meetings will be held at a site determined by the President. The Secretary shall notify all board members at least one (1) week prior to the scheduled meeting date.
- 4-4 Additional meetings may be called by the President with due notice having been given each member of the Board. A quorum will consist of a majority of members. A director missing 3 consecutive meetings may be subject to dismissal by the Board of Directors.
- 4-5 All matters of policy shall be decided by a simple majority of those board members constituting a quorum.
- 4-6 Special meetings of the membership or the Board of Directors may be called at any time if there is a necessity. Special meetings of the membership will require a written application to the President 20 days prior to the meeting by ten or more community members. Application will be reviewed by the board, if accepted, notification of special meetings shall be made in accordance with the Bylaws.
- 4-7 The minutes of all meetings of the NSC will be made in duplicate. The President shall keep one set and the other set shall be retained by the Secretary in order to preserve the official records.

#### **SECTION 5 – Government**

- 5-1 The governing body of the NSC shall be the Board of Directors, comprised of 5 Directors, a President, a Vice President, a Treasurer and a Secretary, making a total of 9.
- 5-2 Should any vacancy exist on the Board of Directors for any reason, the Board of Directors may fill the vacancy until the time of the next Annual Meeting at which time the position shall be filled by election of a Director for the unexpired term of office. Director(s) elected to fill an unexpired term shall be eligible to run for a 3-year term as a Director upon completion of the unexpired term.
- 5-3 Directors shall be elected at the Annual Meeting to hold office for 3 years. A Director may be elected for a second consecutive 3-year term, but then may NOT succeed him/herself for at least 1 year following expiration of such term.
- 5-4 A Board of Directors organizational meeting shall be held on the first regular meeting following the Annual meeting, when a an expiring term for the President, Vice President, Treasurer or Secretary will be selected by secret balled from the Board of Directors by the Board of Directors.
- 5-5 Through MYSA insurance the Board and its Directors, coaches, referees and advisors are indemnified.

- 5-6 The Board of Directors shall include representatives from the Nantucket community. Directors shall hold 3-year terms.
- a. By majority vote of NSC Board, a Director may be formally reprimanded, placed on probation or suspended for cause, including but not limited to, violations of the NSC by-laws, Code of Civility, for breaches of each Director's Duty of Care and Duty of Loyalty to NSC and the NSC Board, and for failure of that Director to fulfill his/her responsibilities to the board.
  - b. By two-third (2/3) majority vote of the NSC Board a Director may be terminated for cause, including but not limited to, violations of the NSC by-laws, Code of Conduct, or Code of Civility, for breaches of each Director's Duty of Care and Duty of Loyalty to NSC and the NSC Board, and for failure of that Director to fulfill his/her responsibilities to the board.
  - c. If the Board of Directors moves to take action pursuant to the bylaws, the Director must be provided with reasonably adequate notice of any hearing and be provided the opportunity to be heard and present evidence in his/her defense.

#### **SECTION 6 - Duties of Officers**

- 6-1 The President of the Corporation shall, preside at all meetings of the Board of Directors and the General Membership. She/He shall accept notice of rule violation or serious misconduct and shall represent NSC in relation to outside organizations.
- 6-2 The Vice President of the Corporation shall, upon appointment to office, assist the President, and in his/her absence, preside at the Board of Directors meetings.
- 6-3 The Secretary shall keep the records of all meetings of the Corporation and the Board of Directors and perform such other duties as are usually performed by the Secretaries of similar corporations.
- 6-4 The Treasurer shall keep the accounts of the corporation, collect dues and disburse funds as directed by the Board of Directors. Quarterly, the Treasurer shall render a written statement showing the financial condition of the corporation as of the date of the report.
- 6-5 The Board of Directors may appoint an administrator and an association accountant from outside the Board, the appointees shall receive such remuneration, as the Board of Directors shall authorize.
- 6-6 The Board of Directors shall appoint Committee Chair people, subject to the approval of the President. Concurrent with this power to appoint is the right to dismiss any appointee who, in the Board of Director's judgment fails to satisfactorily fulfill the responsibility of their committee. Should the Board of Directors exercise their power to dismiss, a majority of the Directors present and voting shall be required. Committee chair people and said chair people's term shall run from the time of appointment to the next Annual meeting.
- 6-7 The Nominating Committee shall be comprised of the Vice President who will be the chairman and two directors as selected by a majority vote of the board. It shall be the duty of the Nominating Committee to prepare, publish and submit a list of candidates for such vacancies as may exist on the Board of Directors, at least seven days before the Annual Meeting.

#### **SECTION 7 - Coaches, Managers and Club Officials**

- 7-1 Coaches, Manager and Club Officials shall be appointed by the Club Director. These appointees may be subject to the criteria established by the Board of Directors as it relates to their specific function.

**SECTION 8 - Amendments**

8-1 Amendments to these By-laws may be adopted by a two-thirds vote of the members present and voting at any Annual Meeting, provided due notice is given to the membership that proposed changes in the By-laws will be acted upon at such meeting.

**SECTION 9 - Procedural Rules**

9-1 Robert's Rules of Order will prevail at all meetings of the corporation. Except as noted in Article IV, sections 2 and 3.

**SECTION 10 - Fiscal Year of the Corporation**

10-1 The fiscal year of the corporation will be the calendar year.

**SECTION 11 - Financial Policy**

11-1 The NSC shall operate with a balanced budget. All policies with regards to finances shall be recommended to the Board of Directors by the Treasurer.

11-2 A balanced budget for the forthcoming year shall be prepared by the Treasurer and approved by the Board of Directors no later than February 15. Registration fees should be established and fund raising events scheduled to ensure that expenses are covered by income.

11-3 Each player shall pay a program registration fee to the NSC to pay for bus and ferry travel, uniforms, referee fees, and other expenses associated with running the program.

11-4 All money shall be promptly deposited in a checking account maintained in the name of the Nantucket Student Soccer Association, Inc., dba Nantucket Soccer Club.

11-5 The amount of the registration fee shall take into account the budgeted expenditures and shall be recommended by the Treasurer and approved by a two-thirds vote of the Board.

11-6 The players are responsible for all other costs of actually playing, including soccer cleats, shin guards, and food when traveling.

11-7 No expenses shall be paid to the Board for attending meetings.

11-8 The Board may appropriate any surplus NSC funds for the general benefit of all members. Such appropriations shall be approved by a two-thirds vote of the Board.

11-9 Unbudgeted expenditures in excess of \$1000 shall require approval of the Treasurer. All major unbudgeted purchases over \$5000 from any one person or corporation shall require approval by a two-thirds vote of the Board.

11-10 Bills for authorized purchases shall be paid when due. Checks shall be signed by one (1) of the three (3) authorized signers.

11-11 Funds shall be spent only in the interest of NSC.

**SECTION 12 - Audit**

- 12-1 The Board may appoint a Certified Public Accountant to audit the accounts of the corporation whenever they feel a necessity to do so.
  
- 12-2 The financial records of the corporation may be examined annually by the association accountant. The results of the examination shall be sent to the Board of Directors at least 2 weeks prior to the Annual Meeting.

**SECTION 13 - Dissolution**

- 13-1 In the event NSC disbands, after all duties and obligations have been met, the monies remaining in the treasury shall be sent to the treasurers of other non-profit organizations as chosen by the Board and complying with IRS law 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended.

**Nantucket Soccer Club (NSC)**  
***Code of Civility***

The conduct of the Board of Directors, members of or any employee of Nantucket Soccer Club (hereinafter "NSC") should be characterized at all times by professional integrity and personal courtesy in the fullest sense of those terms. Integrity and courtesy are indispensable to the work of the NSC board and the success of the NSC program. Uncivil or obstructive conduct impedes the fundamental goals of NSC.

The freedom to express one's views about public matters is a cornerstone of the democratic process. NSC welcomes the diverse views and opinions of our board members as they relate to the issues before NSC. In order for these discussions to be meaningful and effective, we must treat others with respect and dignity.

NSC Board Member:

1. Will conduct themselves in a professional and civil manner at all times.
2. Will treat each member of the board and members of the public with respect, courtesy, patience and civility at all times, regardless of an individual's opinion, ethnicity, race, sexuality, age, disability, or religion.
3. Even in the face of disagreement or differences of opinion will demonstrate esteem and deference.
4. Will commit to communicate ideas and points of view clearly.
5. Will allow others to communicate ideas and points of view without interruption.
6. Will speak and write in a courteous civil and respectful manner in all communications.
7. Will not employ hostile or demeaning words in written or oral communications.
8. Will avoid personal criticism of another.
9. Will not use language that is abusive, threatening, obscene, or slanderous, including using profanities, insults, or other disparaging remarks or gestures.
10. Will not make unfounded accusations of impropriety, or personal attacks.
11. Will not attribute improper motive or conduct on others.
12. Will demand that all persons conduct themselves in a respectful and orderly manner, even if he/she agrees with the point of view that is being expressed.
13. Will present information truthfully, and will not knowingly misrepresent, mischaracterize, or misquote information.
  - a. When representing personal interests, including his/her interests as a coach or parent, before the interests of NSC, he/she will publicly disclose the differences and recuse himself/herself from voting on such matters. The NSC boardroom will not be a place to try to enhance personal agendas over the development of athletes and coaching philosophies.
14. Will not engage in any conduct that diminishes the dignity or decorum of the NSC board or program.
15. Will respond promptly to all requests of the board or member of the board.