

# **DAVID DOUGLAS SOCCER CLUB BYLAWS**

Revision 1 Adopted 11/15/2016

## **PART I – GENERAL**

### **Bylaw 101. Name**

Section 1. This organization shall be known as David Douglas Soccer Club, hereinafter referred to as the Club. The Club will maintain status as a nonprofit corporation under the laws of the State of Oregon, and shall obtain and maintain tax-exempt status under the Internal Revenue Code of the United States.

Section 2. The Club shall engage in lawful activity, none of which is for profit, pursuant to Chapter 65 of the Oregon Revised Statutes and §501(c)(3) of the Internal Revenue Code.

Section 3. The Club serves the general area of David Douglas School District, but membership is not limited to within those boundaries.

### **Bylaw 102. Purpose**

The purposes of the Club shall be to promote, develop, and administer the game of soccer among youth (boys and girls under 19 years of age), residing within David Douglas School District and surrounding areas, and to promote non-professional soccer competition for these youth.

### **Bylaw 103. Memberships in Other Organizations**

Section 1. The Club shall be a member of, and comply with the Bylaws and Policies of, Oregon Youth Soccer Association (OYSA). The Club shall also be an affiliate of United States Youth Soccer (USYS), and the United States Soccer Federation (USSF).

Section 2. The Club shall maintain its bylaws and policies in compliance with the bylaws and policies of OYSA, USYS, and the USSF. In the event of any conflict between the bylaws and policies of the Club and the bylaws and policies of the organizations of which it is a member, the provisions of the organizations of which the Club is a member shall take priority.

### **Bylaw 104. Authority**

The governing authority of this Club shall be vested in an elected body known as the Board of Directors (Board), which shall manage all Club affairs.

### **Bylaw 105. Laws of the Game**

FIFA Laws of the Game as modified for youth and small sided games shall apply and be administered by the club and league rules.

#### **Bylaw 106. Fiscal and Seasonal Soccer Year**

Section 1. The Club's financial year shall be from July 1st to June 30th.

Section 2. The seasonal soccer year shall extend from September 1st through August 31st of the following year.

#### **Bylaw 107. Colors**

The colors of the Club shall be black, red, and white. All teams must wear uniforms in the colors of the club. All uniforms must contain the Club logo. No other logos, lettering, or otherwise is allowed without prior Board approval.

#### **Bylaw 108. Rules of Order**

The rules contained in the current edition of "Robert's Rules of Order, Newly Revised," shall guide the Club in all cases to which they are applicable and in which they are consistent with the Bylaws and any special rules of order the Club may adopt.

#### **Bylaw 109. Dissolution of Club**

Section 1. Should the Club be dissolved, all monetary and physical assets remaining after payment of all debts shall be turned over to OYSA, or to another IRS tax-exempt charitable organization for programs promoting youth soccer in David Douglas School District.

Section 2. Should the club merge with another, all assets shall be transferred to the surviving entity by the end of the fiscal year.

### **PART II – MEMBERSHIP**

#### **Bylaw 201. Equal Opportunity**

The Club will not discriminate against any individual on the basis of race, color, religion, age, sex, sexual orientation, gender identity, gender expression, disability, or national origin.

#### **Bylaw 202. Participation**

Section 1. Participation is open to any youth soccer players ages 4-18, and to coaches, trainers, managers, administrators and volunteers who are not serving a suspension from participation

by OYSA or any organization of which it is a member, any of its member clubs, or by any amateur soccer organization in its territory.

Section 2. Youth Participants - Are registered players under the age of 19. They shall submit an application to the Registrar in the format prescribed by the Club. An annual or seasonal fee established by, and payable to, the Club shall accompany all applications, with the exception of players on scholarships who must still submit an application. Acceptance by the Club shall constitute approval of the application provided space is available on a team for the player.

Section 3. Adult Participants- Are registered adults who are officers, directors, employees, coaches, trainers, managers, and other elected or appointed administrators who work on behalf of the Club. Acceptance of Adult Participants by the Club shall be subject to approval of the application and verification by OYSA that the person's risk status is "Approved". The Club may not accept an individual who is restricted or suspended from participation by any sports organization.

Section 4. Every player, coach, assistant coach, team manager, programs administrator, club officer, board member, club employee, and volunteer who acts as an official representative of the Club must be registered with the Club and OYSA, and the appropriate fees paid.

Section 5. Both Youth Participants and Adult Participants shall be subject to OYSA's bylaws and policies as well as the Club's bylaws and policies.

Section 6. All Adult Participants must submit to annual background checks in accordance with OYSA policies.

### **Bylaw 203. Membership**

The members of the club are the persons who are permitted to vote in elections for club officers and other members of the Board of Directors.

Section 1. Adult Members - Are the registered Adult Participants of the Club.

Section 2. Parent Members - Are the parents or legal guardians of the Youth Participants.

Section 3. Voting by Members - At the Annual General Membership Meeting and any Special Membership Meetings, all Adult Members and Parent Members shall be eligible to vote on matters that are brought before the meeting, subject to the following limitations:

- A. The President shall chair the meeting and may not vote on any issue before the meeting other than election of officers and directors.
- B. Parent Members are limited to not more than 2 voting persons per family.
- C. Each voting person is limited to one vote; regardless of the number of offices that person may hold.

## **PART III – ORGANIZATION AND BOARD**

### **Bylaw 301. Board of Directors**

Section 1. The Board of Directors (Board) shall be the representative governing authority of the Club. The Board will conduct the business of the Club and shall be composed of the elected officers, and other elected directors. The number of directors may be modified from time to time, but the number shall never be fewer than 5. No person shall occupy more than one elected office.

Section 2. The Board shall be comprised of the officers specified in Bylaw 302. All elected officers and elected directors are eligible to vote on any matter before the Board.

Section 3. A quorum for conducting business at any Board meeting shall consist of 3 of the voting members of the Board. The affirmative vote of a majority of all eligible voting members of the Board shall be required to adopt or amend Club policies.

Section 4. Appointed coordinators and other *ex officio* members of the Board may attend meetings, participate in discussions, and provide advice to the Board but shall not have voting privileges at Board meetings.

Section 5. Directors of the corporation shall not receive compensation for their Board services but may be reimbursed for the actual out of pocket expenses they incur related to Board service. In order to incentivize board membership and participation the board may choose to waive regular season registration fees for players who are the children of board members.

### **Bylaw 302. Club Officers and Duties**

#### Section 1. Officers

The club shall have the following elected officers:

- A. President
- B. Vice-president
- C. Secretary
- D. Treasurer
- E. Director at Large

#### Section 2. President

The President shall supervise all activities of the Club and Board. The President shall be the presiding Officer at all Club meetings. The President shall appoint committees as needed or when charged to do so by a majority of the elected officers and shall be an *ex officio* member of all committees. The President shall be the official representative of the Club in all interactions with the public, except when another person has been given that authority by the President with

the approval of the Board. The President shall act as the Risk Management Coordinator for the Club and be a voting member of the board.

### Section 3. Vice President

The Vice President shall assume the duties of the President in the President's absence and otherwise assist the President as required. The Vice President shall serve as Club Parliamentarian and be a voting member of the Board.

### Section 4. Secretary

The Secretary shall keep and publish an accurate record of all meetings, maintain the files of the Club and be responsible for the preparation of the annual report, and be a voting member of the Board.

### Section 5. Treasurer

The Treasurer shall be in charge of the financial affairs and activities of the Club, shall keep an accurate, informative, timely and verifiable record of all moneys received and disbursed by the Club, all assets owned or controlled by the Club and all debts owed by the Club. The Treasurer shall maintain checking account(s) with signature authority vested in no fewer than three (3) Club officers with dual signatures required on all checks. The Treasurer shall disburse funds for authorized purposes in accordance with authorized procedures, prepare and submit annual financial information to the general membership at the Annual General Membership Meeting, and shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed. The Treasurer shall prepare, or cause to be prepared, all documents required to allow the Club to maintain its tax exempt status under the Internal Revenue Code and the laws of the State of Oregon. The treasurer shall not be related through blood, marriage, or any type of committed relation to any other officer of the club.

### Section 6. Director at Large

The Director at large shall perform the duties outlined in policies described by the board. Duties will include, but not be limited to, supervisory roles of various committees, and oversight of key club activities including fundraising and events. The Director at Large will oversee "Policy-Defined Roles" and fulfill duties in keeping with the objectives of the Board. They will be a voting member of the Board.

## **Bylaw 304. Ex-officio Members of the Board**

Section 1. Ex-officio Members of the board are required to attend board meetings and may advise the board in matters pertaining to their office. They shall not be entitled to vote on issues before the Board and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting.

### Section 2. Director of Coaching

The Board may appoint a Director of Coaching to manage the Club's coaches. If appointed, the Director of Coaching shall attend regular meetings of the Board and shall advise the Board on

all issues relating to player and coach development. The Director of Coaching shall not be a voting member of the Board. They shall be responsible for establishing a program of player and coach development and will be responsible for the following functions:

- A. Develop and carry out a Coach Development Program including scheduling and/or providing coaching clinics, conducting meetings for the coaches, setting policy and providing training related to acceptable behavior and other activities as appropriate to facilitate the training of the coaches and the players.
- B. Communicate to coaches information on programs, club policies and general information relating to Club activities and team organization.
- C. Coordinate the recruitment and selection of coaches, subject to approval by the Board.
- D. Coordinate with the Registrar the assignment of coaches to teams.
- E. Coordinate with Registrar, Recreational Soccer Coordinator, and Micros Soccer Coordinator in the formation of teams and the assignment of players to teams.
- F. Report to the Board on all matters relating to coaching.

### Section 3. Registrar

The Board may appoint a Registrar to manage the Club's registration processes. If appointed, the Registrar shall attend regular meeting of the board and shall advise the Board on all issues related to registration. They shall be responsible for registering all accepted applicants within the Club, and registering those individuals with Oregon Youth Soccer. The Registrar shall certify birth dates as necessary and accept required forms and fees from Club participants. The Registrar shall not be a voting member of the Board. All fees shall be given to the Treasurer for deposit. The Board may appoint assistant registrars to help the in performing the Registrar's duties.

## **Bylaw 305. Appointed Coordinators**

Section 1. The Board may appoint coordinators to manage the programs that the Club provides. Appointed Coordinators shall serve for the seasonal year in which they are appointed, unless another term is set by the Board upon appointment. Appointed coordinators serve at the pleasure of the Board and may be removed by a majority vote of the Board at any Board meeting. Appointed Coordinators shall attend regular Board meetings, shall advise the Board on all matters pertaining to the programs under their jurisdiction, and may participate in Board discussions. Appointed Coordinators shall not, however, be entitled to vote on issues before the Board and shall not be considered in determining whether a quorum is present for conducting business at a Board meeting.

The Board is authorized (but not required) to appoint coordinators to manage the programs described in the following sections.

### Section 2. Field and Equipment Manager

The Field and Equipment Manager shall ensure that all fields are prepared for games and practices. This includes coordinating field maintenance and painting and maintaining the storage facilities, job-boxes, locks and keys.

### Section 3. Referee Coordinator

The referee coordinator will be responsible for hiring to fill referee positions to cover all games as well as arranging trainings to establish and maintain acceptable qualifications for game officials hired by the Club. They shall be responsible for scheduling referees for Club games and maintaining records for payroll as needed. They should complete the Assignor Training Course and be certified by USSF. The Referee Coordinator shall report to the Board on all matters and activities concerning referees. See bylaw 503 for tax reporting requirements.

### Section 4. Recreational Soccer Coordinator

The Recreational Soccer Coordinators will be responsible for the formation of teams and assignment of players to teams in coordination with the Registrar and the Director of Coaching. Additionally, the Recreational Soccer Coordinator will assign each team a 'team parent' and communicate team requirements and club timelines and shall:

- A. Develop and carry out the Club's Recreational Soccer Program in compliance with the rules and team formation policies for recreational teams.
- B. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to recreational team coaches.
- C. Coordinate the recruitment and selection of coaches with the Director of Coaching, subject to Board approval.
- D. Coordinate the assignment of coaches to teams with the Registrar and the Director of Coaching.
- E. Report to the Board on all matters relating to recreational soccer U9-U14.
- F. Develop and carry out a Recreational Soccer Program.

### Section 5. Micros Soccer Coordinator

The Micros Soccer Coordinator will be responsible for the formation of teams and assignment of players to teams U5- U8 in coordination with the Registrar and the Director of Coaching. Additionally, the Micros Soccer Coordinator will assign each team a 'team parent' and communicate team requirements and club timelines and shall:

- A. Develop and carry out the Club's Micro Recreational Soccer Program in compliance with the rules and team formation policies for recreational teams.
- B. Communicate information on programs, Club policies, and general information relating to Club activities and team organization to micros team coaches.
- C. Coordinate the recruitment and selection of coaches with the Director of Coaching, subject to Board approval.
- D. Coordinate the assignment of coaches to teams with the Registrar and the Director of Coaching.
- E. Report to the Board on all matters relating to micros soccer.
- F. Develop and carry out a Micro Soccer Program U5-U8.

### Section 6. Uniform and Merchandise Coordinator

The Uniform and Merchandise Coordinator shall be responsible for the purchase, distribution, and management of uniforms and merchandise for the Club. The Uniform and Merchandise

Coordinator shall conduct inventories, and maintain appropriate records regarding distribution and storage of all uniforms and merchandise belonging to the Club. All merchandise related decisions shall be subject to the approval of the Board.

#### Section 7: Website Administrator

The Website administrator shall maintain and update the Club's website and provide the board feedback regarding website traffic and other data as necessary.

#### Section 8. Policy-Defined Roles

Some roles and their associated tasks shall be assigned on an as-needed basis as the Board deems appropriate. These roles shall be governed and defined by policies created by the board. Such policies will be written to include all pertinent information to carry out said tasks (ie. timeframe, list of duties to be performed, etc.). See document, "Policies of the board," for current and detailed information regarding Policy-Defined Roles.

### **Bylaw 306. Election of Officers and Directors.**

Section 1. All members of the Board shall be elected at the AGM. (Note: Non-elected board members include ex-officio members of the board.)

- A. In the case that a position is filled temporarily by Board appointment in between AGM meetings an election must be held for the position at the next AGM. The elected office is then held until the next required election year for the position.
- B. Election years shall be staggered as follows:
  - Even years: Vice President, Treasurer and Director at Large
  - Odd Years: President and Secretary

Section 2. The term of office shall begin immediately after the AGM has been adjourned. The term shall last 2 years. No person shall serve more than 3 consecutive terms in the same elected position.

Section 3. A majority of the votes cast in a specific contest shall be required to elect a person to the Board.

- A. If there are more than 2 candidates for a seat on the Board and no candidate receives a majority of the votes cast, the candidate with the fewest votes shall be eliminated and another round of ballots shall be cast.
- B. Voting shall continue until a candidate receives a majority of the votes cast

### **Bylaw 307. Removal of Officers or Directors**

Section 1. A Board member may be suspended or removed from office for failure to meet responsibilities or for otherwise acting in a manner detrimental to the interests of the Club.

- A. Ex officio members of the Board may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting unless the terms of an



applicable employment agreement provides for a different method of terminating the employment relationship.

- B. Appointed Coordinators may be removed from office by a majority vote of the eligible voting members of the Board at any Board meeting.
- C. Elected members of the Board may only be removed from office under this section following a disciplinary hearing held in accordance with the procedures of the applicable DDSC procedural manual and Section 2 of this Bylaw 307.

Section 2. If the Board receives a complaint regarding the conduct of an elected Officer or other Board member or otherwise becomes aware of allegations of misconduct regarding a Board member,

- A. The President or Vice President shall appoint an impartial committee of fact-finders to review allegations within 15 days
- B. The committee shall conduct a hearing in accordance with the procedures outlined in the applicable DDSC procedural manual.
- C. The committee will present a report on the findings of the hearing to the Board within 30 days following appointment.
- D. If the committee's report recommends removal from office, the Board shall vote whether to call a special membership meeting to consider removal of the elected director.
- E. If the Board votes to call for a special meeting of the members, the Board shall set the time and place for the meeting and shall direct the Secretary to send notice of the meeting to all eligible members of the club.
  - a. The notice shall be sent at least 7 days prior to the date of the scheduled meeting.
  - b. The notice shall state the date, time, and place of the meeting and shall also state that the purpose of the meeting is to consider the removal of the named officer or director from the Board.
- F. The vote of a majority of the eligible voting members present at the special membership meeting shall be sufficient to remove a person from office.

Section 3. If an elected office is made vacant by the removal of a person from the Board in accordance with either Section 1 or Section 2, above, the vacant office shall be filled as described in Bylaw 308.

Section 4. Any Board member who is barred from participation in OYSA or its member clubs as a result of a risk management decision of the OYSA Risk Management Coordinator shall not participate in any activity on the Board during the period of ineligibility. If the banned individual does not resign, the Board shall either remove the non-elected Board member or shall call for a special meeting of the members to remove the person from office in accordance with Section 2 E and F, above.

### **Bylaw 308. Filling Vacant Offices**

Section 1. If a Board position becomes vacant more than 60 days prior to the next scheduled election for that position, the Board shall by majority vote appoint someone to fill that position until the next Annual General Membership Meeting held as provided in Bylaw 402.

Section 2. If a Board position becomes vacant 60 days or less prior to the next scheduled election for that position, the position shall remain vacant until the next Annual General Membership Meeting and the responsibilities of the vacant position will be divided among the remaining positions. The members at the next Annual General Membership Meeting shall elect a person to the vacant position.

Section 3. When a Board position has become vacant between scheduled elections for that position, the members at the next Annual General Membership Meeting after the vacancy occurs shall elect a person to the position to serve until the next election scheduled for that position in accordance with Bylaw 306, Section 2.

Section 4. In the event there are insufficient nominations for an open Board position, the President may appoint a nominating committee of three members to present a slate to the membership within 30 days of the AGM. A special meeting will be scheduled and notification sent to the membership within fourteen (14) days of presenting the slate to the President for membership to vote for the open position. If the Board position is not filled within this time period the Board can nominate an interim Board member to fill the position per Bylaw 308 Section 1. If still a Board position can not be filled then the following guidelines will apply:

- A. If the office of President shall become vacant for any reason, the Vice President shall advance in office, according to their rank.
- B. In the event such provision for advancement shall fail to fill the office of President the next ranking board member will fill the position. Ranking shall be considered in the following order: Vice President, Secretary, Treasurer and Director at Large. Responsibilities of positions other than the President will be divided among the remaining Board positions.
- C. If at any point there are not enough Board positions filled to form a quorum for more than 90 days Bylaw 109, Dissolution of Club will take affect.

### **Bylaw 309. Committees**

Section 1. The President or The Board may create and appoint committees for the purposes established by the Board. The Board may adopt policies that specify details of committee formation, staffing, duration of assignment and required reporting to the Board.

Section 2. The President shall be an *ex-officio* member of all committees established by the Board, although the Board may appoint another person to chair the committee.

## **PART IV – MEETINGS**

## **Bylaw 401. Board of Directors Meetings**

Section 1. Regular Board Meetings shall be held monthly at the time and place designated by the Board. The Board shall publicize to the all club members the time and location of regular Board meetings.

Section 2. Special Board Meetings shall be held at a time and place specified by the President, or by a majority vote of the Board or Executive Committee. Special meetings may be called upon 24 hours notice to board members.

Section 3. The President shall set the order of business for all Board Meetings.

Section 4. A quorum for the board meeting shall be 3 of the voting members of the board.

Section 5. Any action required by law to be taken at a meeting of the board, or any action which may be taken at a board meeting, may be taken without a meeting if a unanimous consent in writing or email, setting forth the action to be taken or so taken, is signed by all of the Directors. A personal email response with date and time stamp qualifies as a signature in this regard.

## **Bylaw 402. General Membership Meeting**

Section 1. The Annual General Membership Meeting (AGM) shall normally be held in *November*. At this meeting election of officers will occur. Voting shall be by the eligible voters as specified in Bylaw 203, Section 3.

Section 2. Special Membership Meetings may be scheduled or called by a majority vote of the Board.

Section 3. The Board must provide not less than 7 days notice to eligible voting members prior to any membership meeting.

Section 4. The Board shall set the order of business for General Membership Meetings. Bylaw revisions shall be submitted to the eligible voting members as provided in Bylaw 801, Section 2.

Section 5. A quorum for action at a membership meeting shall consist of the eligible voting members present at the meeting. A majority vote of those eligible members present at any membership meeting shall be required for approval of any issue brought to a vote at such meeting

## **PART V - ADMINISTRATION**

### **Bylaw 501. Policies**

Section 1. The Board may adopt policies to govern the operations of the Club. A majority of vote of those Board members present at any Board meeting at which there is a quorum is sufficient to adopt, repeal, or amend a policy.

Section 2. Once adopted, a policy will govern the operations of the Club until amended or repealed.

Section 3. The Board shall make appropriate provisions to inform its members of Club policies.

#### **Bylaw 502. Financial Policies**

Section 1. The Board shall adopt financial control policies that provide details for the handling of the club's financial affairs. Such policies shall be reviewed annually and modified as required by the club's auditors.

Section 2. The Board shall establish a budget for each year prior to the beginning of the new fiscal year.

Section 3. The Board shall cause an annual review of financial statements by an independent source.

Section 4. The Board shall cause tax reports to be prepared and submitted to the IRS in accordance with IRS rules for non-profit and tax exempt organizations.

Section 5. The Treasurer shall provide financial statements acceptable to the board at each regular meeting of the Board or as otherwise directed.

#### **Bylaw 503. Referees**

Section 1. Referees selected by the Club shall serve as independent contractors.

Section 2. Any individual referee receiving more than \$600 in a calendar year shall be issued a 1099 tax form which shall be filed with the IRS. Earnings above \$600 to be reported by FER Coordinator and/or Treasurer.

Section 3. All referees shall be USSF certified.

### **PART VI – GRIEVANCE, PROTEST, AND APPEALS**

#### **Bylaw 601. Complaints**

Section 1. The Club and its Board of Directors shall follow procedures for handling complaints in accordance with the principles of due process.

Section 2. Submission of a complaint shall be in writing and shall indicate the specific charges or alleged violation, and resolution desired.

Section 3. All club procedures shall comply with Oregon Youth Soccer policies and procedural manuals.

Section 4. The Board shall adopt policies that specify any additional procedures not provided in applicable OYSA manuals, including any fees that will apply to initiating claims with the Club.

### **Bylaw 602. Hearing Procedures**

Section 1. Hearings will be conducted in accordance with the rules of the applicable OYSA procedural manual.

Section 2. The Board will adopt policies as needed to supplement applicable OYSA manuals.

Section 3. Grievances will be heard by the Board as scheduled by the President. Procedures for conducting the hearing will be set by the Board based upon the nature of the issues presented in the Grievance.

### **Bylaw 603. Hearing Procedures - Sponsored Competition**

Section 1. The Board shall approve Rules of Competition for any tournaments or leagues sponsored by the Club.

Section 2. Copies of the Rules will be distributed to participating teams when they register for the event.

Section 3. Any protests or complaints arising from the sponsored event will be heard by the event director (or designee) in accordance with the Rules. The Rules will provide for a final decision on any complaint or protest before the next scheduled match of the affected parties.

Section 4. The decision of the event director shall be final and shall be verified in writing and retained in the club records.

Section 5. Complaints of referee abuse or assault will be promptly forwarded to Oregon Youth Soccer Association.

Section 6. The event director shall submit a complaint to the Club regarding the conduct of any Club member participating in the event if the event director believes that the conduct that is the basis of the complaint merits disciplinary action greater than a ban from participation in the

current event session. Referrals from the event director will be handled as a misconduct complaint in the manner specified in the applicable OYSA manual.

#### **Bylaw 604. Appeals Process**

Section 1. Appeals of the results from any hearing conducted by the Club must be submitted to Oregon Youth Soccer Association as required by the applicable OYSA procedural manual. There shall be no appeals of Club hearing decisions heard by the Club.

Section 2. The decisions or sanctions imposed shall remain in effect until the time limit of the sanction has expired, or the decision is overturned by an appeal.

### **PART VII - RISK MANAGEMENT**

#### **Bylaw 701. Risk Management Policy**

Section 1. The Club will comply with the provisions of the OYSA Risk Management Policy and the OYSA Risk Management Manual.

Section 2. The President shall be the Club's Risk Management Coordinator.

Section 3. The President shall have authority to enter into a Conditional Approval Agreement with the OYSA Risk Management Coordinator only upon approval of the Board.

Section 4. The President will consult with the OYSA Risk Management Coordinator regarding any concerns about the criminal history of any person who is, or has applied to become, a registered Adult Participant in the Club.

Section 5. The President shall promptly notify the OYSA Risk Management Coordinator upon learning that any Adult Participant in the club has been formally charged with, or has been convicted of, a crime.

Section 6. The Board may adopt a risk management policy that provides guidance to the club regarding the suitability of accepting a person to be a club Administrator. Any such policy shall not allow acceptance of a person who is disqualified by OYSA, but it may provide for the disqualification of a person who has been Approved by OYSA.

### **PART VIII – AMENDMENTS**

#### **Bylaw 801. Bylaw Changes and Amendments**

Section 1. Changes or amendments to these bylaws may be adopted at any General Membership Meeting upon two-thirds (2/3) majority vote of the accredited voting members present. Each eligible person may only cast one vote, regardless of the number of offices held.

Section 2. A proposed change or amendment must be submitted in writing to the President or Secretary of the Club not later than thirty (30) days before the General Membership Meeting. Such changes shall be transmitted to Board Members and eligible voting members of the Club not later than fifteen (15) days prior to said meeting.

### **Bylaw 802. Provisional Bylaw Changes**

Section 1. The Board, by a two-thirds (2/3) majority vote, may create temporary bylaw changes for governing specific cases or occasions not provided for in the Bylaws, but which may be necessary for the Club to meet required objectives. Provisional changes so adopted will be submitted to the membership in accordance with Bylaw 801 as a proposed Bylaw amendment at the next General Membership Meeting.

### **Bylaw 803. Severability and Precedence**

Section 1. Any section of these bylaws considered to be in violation of applicable laws shall not affect the remaining sections that are in compliance with those laws.

Section 2. The bylaws and policies of the organizations of which the Club is a member shall take precedence over these bylaws. The Board shall submit an amendment to these Club bylaws at the Club's next General Membership Meeting to eliminate the cause of any conflict.