



Carmel United Soccer Club of New York Inc.
P.O. Box 322
Patterson, NY 12563

Constitution and Bylaws
Revised June 2024

Contents

I. NAME AND LOCATION	2
II. PURPOSE.....	2
III. MEMBERSHIP	3
IV. CLUB OFFICERS.....	5
V. MEETINGS.....	7
VI. COMMITTEES	8
VII. PARLIAMENTARY AUTHORITY	9
VIII. AMENDMENTS	9
APPENDIX	9

I. NAME AND LOCATION

1. Carmel United Soccer Club of New York, Inc. (hereinafter referred to as “Carmel United” or “the Club”) is a registered 501(c)(3) nonprofit corporation as defined by the State of New York and the Internal Revenue Service.
2. Carmel United was founded in the spring of 1980, originally named the Lake Carmel Kent Soccer Club. The name was changed to Carmel United Soccer Club by the membership in June 1995.
3. The Club was incorporated under Section 402 of the Not-for-Profit Corporation Law of the State of New York on September 22, 2011 by the NYS Department of State and was determined to be a charitable organization and was granted 501(c)(3) status on March 20, 2012 by the Internal Revenue Service of the US Department of Treasury.
4. The principal operation of this Club shall be in the Towns of Carmel, Patterson, and Kent within Putnam County in New York State and may extend into areas outside the towns during competition.

II. PURPOSE

1. The primary purpose of Carmel United is to provide the children of our area an organization dedicated to soccer. We are not a school or town sponsored program, but our primary audience is the children who reside within the Carmel Central School District and surrounding areas.
2. Carmel United is committed to providing activities through our Inhouse Recreational and Travel programs that offer both social and physical development for children of all skill levels in a supportive and safe environment. We shall encourage and promote good sportsmanship, athletic development, and community involvement. Our goal will be to provide age-appropriate training in a positive development environment while maintaining a fun and enjoyable experience. To accomplish this objective, Carmel United will provide a supervised program of instruction and competitive soccer games.
3. Carmel United will elect to participate in one or more organized leagues under the Eastern New York Youth Soccer Association, which is the State Association recognized by US Youth Soccer covering the eastern half of New York State. Leagues may include but are not limited to Hudson Valley Youth Soccer League, New York Club Soccer, EDP, and Westchester Youth Soccer League. League participation provides the Club affiliation with the United States Soccer Federation and ultimately with FIFA. The Club will abide by the

Constitution and Bylaws of any league in which they participate, in addition to the Constitution and Bylaws of the Club.

4. No part of the net earnings of the Club will inure to the benefit of any individual nor will the Club be operated in contravention of any federal, state, or local law. All monies raised by the Club are used expressly for not-for-profit purposes, including paying Club operating expenses, reducing costs to players, providing scholarships, and providing teams with resources to enhance their soccer experience.
5. The Bylaws of the Club will be made available on the Club's public website.

III. MEMBERSHIP

1. Membership in the Club affords members non-voting rights as provided by the Club's Bylaws. Club Membership will be open to all persons regardless of age, race, religion, sex, or any other personal trait, characteristic, or demographic.
2. Members of the Club shall consist of such persons who:
 - a. Register with the Club for either our Travel or Inhouse programs, including approved volunteer coaches,
 - b. Subscribe to the purposes and goals of the Club as described in Article II of these Bylaws,
 - c. Agree to abide by the Bylaws of the Club as amended from time to time,
 - d. Agree to abide by the Parent's Code of Conduct as amended from time to time,
 - e. Agree to abide by the Policies and Procedures of the Club as amended from time to time,
 - f. Agree to abide by the Bylaws of any leagues in which the Club participates,
 - g. [Volunteer Coaches] agree to abide by the Coach's Code of Conduct as amended from time to time, and
 - h. Are approved by the Executive Board of Directors (hereinafter referred to as "the Executive Board" or "the Board").
3. Any person deemed eligible must apply for membership to the Club. Registration for our Travel or Inhouse Recreational programs constitutes a membership application. Players under the age of 18 cannot be members and are not directly afforded rights as members. For players under 18 years of age, a parent or legal guardian would be required to register the player. Membership would be afforded to the parent or legal guardian(s), up to two, entered and recorded in the registration system. Any person who is not a parent or legal guardian of the player, is not afforded membership rights.

4. Registration for our In-house Recreational program is available to the general public. Registration for our Travel program is available by invitation only. Any offer made is rescinded after the due date contained in the invitation. The Board has 14 days from the registration date to either accept or decline an application for our Travel or Inhouse Recreational programs. Approval of an application will be indicated by acceptance of the registration and fees. Declination of an application is indicated by the cancelation of the player's registration and by providing a full refund of any fees paid for the program registered.
5. If an application is accepted, the membership term is the duration of the program and program year in which the player is registered. The program year runs from August 1 through July 31. Membership begins on August 1 or on the date the application is accepted if after August 1 of the program year for which the player registered. Membership expires on the date of the last league game of the Spring season for the program in which the player is registered unless the player has already registered for the following year, in which case membership is continuous.
6. Team coaches, managers, and other volunteers' relationship with Carmel United is "at will". Either party may terminate the relationship at any time with or without cause. The termination of a relationship with a volunteer may be done at the discretion of the Travel or Inhouse Directors for their respective programs, or by the Executive Board. The termination of a volunteer immediately revokes their membership unless they are the parent or legal guardian of record for an active player as defined in Article III.3 of these Bylaws.
7. The Executive Board, at its discretion, may decline from membership, suspend from membership, or expel, any individual, team, or group who:
 - a. Willfully refuses or violates any of the provisions of the Club's Bylaws, the league's Bylaws, the Policies and Procedures of the Club, or the Parents and/or Coaches Code of Conduct.
 - b. Has committed any act which is inconsistent with the principles and standards of good sportsmanship and fair play.
 - c. Demonstrates abusive or harassing behavior, whether physical, verbal, or written towards any member of the Club or Club representative, the league, other clubs/teams, players, coaches, or referees.
 - d. Attempts to discredit or damage the Club's reputation through written or verbal communications, including on social media or any medium at the Board's discretion.
 - e. Shows a disregard for decisions and/or directives set forth by the Club, the Board, or other Club leadership.

Such action shall require a two-thirds (2/3) vote of the Executive Board. Board members may vote via proxy. If the Board needs additional information to

determine if action should be taken, a hearing will be held. If the Board has enough information to make a decision, a hearing will not be required.

8. Any member who is the subject of a disciplinary action where a hearing was not held shall have the opportunity to appeal the Executive Board's decision. A request to appeal must be made in writing and sent via email to info@carmelsoccer.com within three (3) days of official communication of the Board's decision. Only members who are the subject of the action, or who are the parent or legal guardian of record of a minor player who is the subject of an action, can submit an Appeal on their or the minor player's behalf. Other individuals are not permitted to participate in the Appeal process unless they were direct witnesses to the events that resulted in the action and were granted permission to participate by the Board. Non-members are not afforded rights to an Appeal or involvement in an Appeal.
9. By custodial relationship, minor players are the full responsibility of their parent or legal guardian. Any actions taken by the Executive Board against a parent or legal guardian shall automatically apply to the player unless another parent or legal guardian can take full responsibility for the player while maintaining the full integrity of the disciplinary action against the offending parent or legal guardian.
10. The Executive Board may reinstate a member, team, or group who has been suspended or expelled from the Club at their discretion.

IV. CLUB OFFICERS

1. Carmel United's Executive Board of Directors shall be self-perpetuating. The officers of the Executive Board of Directors shall be elected at the Annual General Meeting. Those officers shall be President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. Those elected will assume office immediately upon adjournment of the Annual General Meeting.
2. Officers of the Executive Board of Directors will be elected to two-year terms as follows: President, 1st Vice President, and 2nd Vice President during even-numbered years; Secretary and Treasurer during odd-numbered years. To be eligible to be President of the Board, individuals must have been actively serving on the Board in some capacity for no less than twelve (12) months. To be eligible to be Vice President of the Board, individuals must have been actively serving on the Board in some capacity for no less than six (6) months.
3. In the event an Officer position becomes vacant before the next scheduled election for that position, the President may appoint, with majority Board approval, a permanent replacement who would serve the remainder of that

Officer's term. A permanent replacement would have voting rights. The President may also appoint an interim replacement. An interim officer allows for a function to be filled while a search for a permanent replacement is conducted. An interim replacement would not have voting rights.

4. The powers and duties of the Club Officers are:

PRESIDENT – The President shall be the Executive Officer of the Club, preside over all meetings, and with majority Executive Board approval make appointments for all non-officer positions on the Board. He/she, in conjunction with the 1st and 2nd Vice Presidents, will have overall responsibility for the Club's operations and programs, whether directly or indirectly.

1ST VICE PRESIDENT – He/she will participate in all facets of Board business and may choose to participate in specific day-to-day operations of the Club, as needed. He/she, in conjunction with the President and 2nd Vice President, will have overall responsibility for the Club's operations and programs, whether directly or indirectly. During the absence or disability of the President, the 1st Vice President shall have all the powers and responsibilities of the President.

2ND VICE PRESIDENT – He/she will participate in all facets of Board business and may choose to participate in specific day-to-day operations of the Club, as needed. He/she, in conjunction with the President and 1st Vice President, will have overall responsibility for the Club's operations and programs, whether directly or indirectly. During the absence or disability of the President and 1st Vice President, the 2nd Vice President shall have all the powers and responsibilities of the President.

SECRETARY – He/she shall be responsible for recording minutes of all Board meetings and distributing minutes to Board members. He/she shall compile and distribute meeting agendas to the proper persons in advance of meetings. He/she shall formally communicate any Board decisions and disciplinary actions to the person(s) directly impacted. He/she shall maintain a complete electronic reference of all Board documentation.

TREASURER – He/she shall be the officer responsible for the Club's finances. In performing his/her function, he/she shall be the administrator of the Club's bank accounts. He/she will also ensure the proper documents are prepared and issued to the IRS and proper records are maintained.

4. **MEMBERS OF THE BOARD:** In addition to Club Officers, the Executive Board will include up to 8 Trustees appointed by the President with majority Board approval. Trustees may serve specific functions as outlined in the Club's Policies and Procedures. These positions will have the same voting power as elected

officers of the Board. The members appointed to these positions will serve until the next Annual General Meeting.

5. **BOARD MEMBER CONFLICT OF INTEREST:** All Board members shall abide by the Club's Conflict of Interest policy as outlined in the Club's Policies and Procedures. In addition, at no time shall there be more than two active board members who are related in some way, whether it be familial or by team association. Board members shall abstain from any votes directly related to any team, player, and/or parent that they are affiliated with as a coach or parent, or any other topics where there may be a conflict of interest.
6. **BOARD MEMBER DISMISSAL:** Executive Board Members who fail to meet the expectations of his/her duties, or as a result of disciplinary action, may have his/her office declared vacant with a two-thirds (2/3) vote from the Executive Board. All Board members must vote, in person or by written proxy, or abstain from the vote unless two-thirds of board members have already voted in favor of dismissal. Absentee Board Members would be given 24 hours from the conclusion of the meeting to vote by written proxy if they did not submit their vote prior and were not in attendance at the meeting.
7. **BOARD MEMBER NOMINATIONS:** Candidates or nominations for Board positions must be submitted at least ten (10) days before the scheduled Annual or Special General Meeting via email to info@carmelsoccer.com to be considered. The sole purpose of joining the Board is to help further youth soccer in our community. Candidates with clear ulterior motives or agendas will be excluded from consideration.

V. MEETINGS

1. Executive Board meetings will be held monthly to conduct the normal business of the Club. Meetings will be held at a time and day of the week to be determined by the Board with a minimum of ten (10) per year. This meeting can be changed monthly to make accommodations for more board members to be able to attend. The President has the authority to call an Emergency Meeting of the Executive Board at any time. Each Board Member is required to attend a minimum of eight (8) meetings per year. Meetings in which a Board Member cannot attend due to conducting other Club business are excused and will not count against the Board Member.
2. Unless an agenda item necessitates outside attendance, Board meetings are in Executive session and attended by Board Members only. At all Board Meetings, a quorum will consist of at least one-half (50%) of the total number of current Board Members. With a quorum present, a majority vote (>50%) is required for passage of motions. After all votes have been cast, in the event of a tie, the vote that was cast by the Board President will break the tie.

3. Members can request to appear before the Board. Requests need to be sent via email to info@carmelsoccer.com at least fourteen (14) days before the scheduled meeting and must include the topic and purpose of their request. If the request is granted, the member will receive a date, time, and location for their attendance. If a virtual meeting is being held, a link to join that meeting will be provided. The Board will not hear feedback and/or opinions on resolutions and decisions that have already been discussed and decided on. The Board reserves the right to decline or defer any request with an explanation.
4. There shall be one Annual General Meeting held in June of each year where the Board will elect officers and vote on any proposed Bylaws changes. Other Board Members will be appointed at this time, as well. These meetings are open to members of the Club upon request. The date of this meeting will be determined by the Executive Board and notification of the meeting and any Board elections shall be announced to members at least fourteen (14) days in advance. Meetings may be announced via regular mail, email, or by posting the meeting details on the Club's public website, www.carmelsoccer.com.
5. Special General Meetings may be called by the President or upon request of a majority (>50%) of the Executive Board or by petition of at least twenty-five percent (25%) of member families (maximum 1 member per family), as defined by Article III.3. Members must submit a written petition containing signatures representing not less than 25 percent (25%) of member families to the Executive Board. The President shall schedule the meeting within fourteen (14) days of receiving the request or petition.
6. At General Meetings, a quorum will consist of a majority (>50%) of Board Members being present. If a quorum is not present, a vote cannot take place. With a quorum present, a majority vote (>50%) by Board Members is required for passage of motions, except those motions required by parliamentary law or the Constitution and Bylaws of the Club, which require a two-thirds (2/3) majority. After all votes have been cast, in the event of a tie, the vote that was cast by the Board President will break the tie. Voting by proxy is allowed.

VI. COMMITTEES

The Board may establish Special committees as it deems appropriate with such duties and responsibilities as it shall designate, except that no committee has the power to do any of the things a committee is prohibited from doing under the State of New York Nonprofit Corporation Act. The Board shall appoint the members of such committees. Persons other than Board Members may be appointed to such committees but the Chair of each Committee must be a Board Member of the Club.

VII. PARLIAMENTARY AUTHORITY

All Board meetings will be presided over and moderated by the President unless otherwise announced. Parliamentary authority for all matters of procedure not specifically covered by the Constitution, Bylaws, and Rules and Regulations of the Club shall be decided by the President or acting chairperson. The typical order of business for meetings except the Annual General Meeting shall be:

1. Minutes
2. Treasurer's Report
3. Reports of officers and standing committees
4. Old Business
5. New Business
6. Adjournment

The Board reserves the right to modify the order of business as appropriate.

VIII. AMENDMENTS

Amendments to the Bylaws may be made only at the Annual General Meeting or a Special General Meeting as long as a quorum is present as defined in Article V.6 of the Bylaws. If a quorum is present, at least a two-thirds (2/3) majority Board Member vote is required to approve and adopt any Amendments. Proposed Bylaws changes from members must be submitted to the Executive Board for consideration at least ten (10) days before the scheduled meeting via email to info@carmelsoccer.com.

APPENDIX

Quorum Requirements			Votes Needed		
Current # of Board Members	Regular Meetings (50%)	General Meetings (>50%)	# of Board Members Voting	Majority (>50%)	Two-thirds
1	1	1	1	1	1
2	1	2	2	2	2
3	2	2	3	2	2
4	2	3	4	3	3
5	3	3	5	3	4
6	3	4	6	4	4
7	4	4	7	4	5
8	4	5	8	5	6
9	5	5	9	5	6
10	5	6	10	6	7
11	6	6	11	6	8
12	6	7	12	7	8
13	7	7	13	7	9