



MOUNTAIN VIEW- LOS ALTOS SOCCER CLUB

Constitution

By-Laws

General Procedures

Rules

February, 2011



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Mountain View Los Altos
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1. Constitution

1.01 NAME

1:01:01 This club shall be known as the Mountain View - Los Altos Soccer Club, also referred to as MVLA Soccer Club (“MVLA”).

1.02 PURPOSE AND BOUNDARIES

1:02:01 The purpose of this club shall be to develop, promote, and administer the game of soccer among youth under nineteen (19) years of age regardless of race, religion, gender, or national origin, within its.

1:02:02 The organization is organized exclusively for charitable and educational purposes under section 501 (c) (3) of the Internal Revenue Code.

1:02:03 This territory shall include the cities of Mountain View, Los Altos, Los Altos Hills, Sunnyvale, and portions of Cupertino between Homestead Ave. and 280 Interstate.

1.03 AFFILIATION

1:03:01 This club shall be an affiliated branch of the California Youth Soccer Association - North through affiliation with the Foothill Youth Soccer League.

1:03:02 This Club shall be an affiliated branch of USClub Soccer and comply with authorities therein.

1:03:03 This Club shall be an affiliated branch of United States Soccer Federation and comply with authorities therein.

1:03:04 From time to time the Board shall have the authority to establish or relinquish affiliation with other soccer governing organizations, such decisions to be confirmed in the subsequent Annual General Meeting.

1.04 AUTHORITIES

1:04:01 This club shall be governed by its Constitution, By- laws, Rules and Regulations, except when these are superseded by CYSA.

1:04:02 The Governing Authority of this club, whose powers shall be designated in the By-laws, shall be vested with the board of Directors of this club.



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1:04:03 The Governing board, hereinafter to be known as the "Board of Directors" shall be comprised of the persons filling the positions listed in 2:02:01 of this document.

1:05 MEMBERSHIP

- 1:05:01 Membership in this club shall be by Affiliated Teams, Affiliated Academy and Programs.
- 1:05:02 Membership in this Club shall require fees, dues and other assessments set under the authorities of the Board of Directors.
- 1:05:03 All members shall abide by the Constitution and By- laws of this club, and Rules and Regulations, General Procedures, and Specific Procedures as set forth by the Board of Directors, and all applicable rules and regulations of the organizations with which the club is affiliated.

1:06 ANNUAL MEETING

- 1:06:01 Toward the end of each Seasonal Year, the Chairman of this club with the concurrence of the Board of Directors, shall call for an Annual General Meeting of the Membership, to be held no later than March 31 of the said Seasonal Year. Written notification to all affiliated teams shall be made at least thirty days (30) prior to said AGM.
- 1:06:02 The order of Business at the AGM shall be as follows:
- A. Call to order
 - B. Roll Call
 - C. Credentials Report
 - D. Reading of Minutes of the previous AGM.
 - E. Acceptance of Minutes of the previous AGM.
 - F. Officers reports
 - G. Unfinished business
 - 1. Proposals for Change of Constitution, By- laws, and/or General Procedures and/or Specific Rules, and/or Rules and Regulations.
 - H. New business
 - I. Good of the Game
 - J. Election of Club Board of Directors
 - K. Adjournment
- 1:06:03 Each affiliated team and each member of the Board of Directors shall be entitled to one (1) vote. Voting shall be restricted to those affiliated teams which have been registered during the current season or new teams which were approved during the previous season. Voting by proxy shall not be allowed and only those members of record in good



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standing shall be entitled to voting privileges. The Chairman of this club shall cast a vote only in the case of a tie.

1:06:04 The Board of Directors shall be elected for 1 year terms at the AGM.

1:07 AMENDMENTS

1:07:01 Amendments to the Constitution, By- laws, and Rules of Order of this club shall be made at the AGM of the membership, except in such cases as specified in the By-laws of this club.

1:07:02 An amendment shall be deemed adopted by an affirmative vote of two-thirds (2/3) of the members present at the AGM.

1:07:03 Any proposals for changes in the Constitution, By - Laws, Rules and Regulations, General Procedures and Specific Rules must be submitted in writing to the Secretary at least twenty (20) days in advance of the AGM.



2. BY-LAWS

2:01 AFFILIATIONS

2:01:01 This paragraph left intentionally blank.

2:02 BOARD OF DIRECTORS

2:02:01 Responsibilities of the Board of Directors shall be as follows:

A. Chairman

The Chairman shall conduct all meetings of the Board of Directors and shall cast a vote only in the case of a tie. The chairman shall appoint the committees and their chairmen with the approval of the Board of Directors. The Chairman shall be an Ex Officio member of all committees. The Chairman shall be responsible for obtaining all insurance coverage from MVLA governing affiliations.

B. Vice Chairman

In the absence of the Chairman, the Vice-Chairman shall preside at meetings of the Board of Directors. The Vice-Chairman shall, at minimum, provide a retrospective performance review of the club, and be the focal point of volunteer coordination for club or affiliated events.

C. Secretary

The secretary shall keep an accurate record of all meetings, maintain the files of the club, handle correspondence, and give notice of meetings.

D. Treasurer

The Treasurer shall give a receipt for all monies, which shall be deposited in a recognized bank in the name of the club. All accounts shall be paid by check and checks greater than \$10,000.00 shall bear two (2) signatures: the Treasurer's and/or the Chairman, Vice Chairman, or Secretary. The receipt book and vouchers shall be produced when required by the Board of directors, properly balanced according to the bankbook or statement, whichever is up to date. The treasurer shall be responsible also for the preparation of any and all papers pursuant to the Article of Incorporation and Tax Exemption status of this club.

E. Registrar

The Registrar shall be responsible for registration of all member teams in the club and for the registration of all players and member teams into registrars of affiliated governing organizations. Additionally, the Registrar will provide rosters showing residency



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for the Cities of Los Altos and Mountain View to the Field Coordinator.

F. Director of Coaching/Technical Director

The Director of Coaching/Technical Director will direct and supervise coaches and is responsible for meeting the club's overall objectives relative to player and team development. His/her responsibilities shall include, but are not limited to, recruitment, management, training and evaluation of Coaches and Trainers, development, administration and monitoring of Club-wide training curriculum, management of team tryouts, monitoring of player development and evaluation, and organization of clinics. The Director of Coaching/Technical Director, in consultation with the MVLA Board, is responsible for approving and/or assigning qualified coaches to teams and administering a coach disciplinary committee per the rules of the applicable affiliated organization following a due process, and address any questions, concerns, or suggestions brought forth by Members with regard to coaches or coaching in MVLA. As long as he/she remains employed by and in good standing with MVLA Soccer Club, the Director of Coaching/Technical Director shall be an appointed voting member of the Board of Directors.

G. Referee Coordinator

The Referee Coordinator shall facilitate the assignment of qualified referees to MVLA sponsored games, MVLA friendlies, jamborees or other matches as required by its members and in conjunction with the MVLA Field Coordinator. The assignment will be within MVLA, or referee alliance of which MVLA may be a part. The Referee Coordinator shall arrange at least annually, training for current or prospective MVLA referees; keep the Membership updated on key advances or changes to the interpretations and applications of the Laws of the Game.

H. Field Coordinator

The Field Coordinator shall perform duties related to attaining and scheduling field resources for Member practices and games. The Field Coordinator shall negotiate field permits for the club; represent the Club concerning field-related issues with field owners, other users, and neighbors; maintain and administer the MVLA Field Manual and related policy documents; work with MVLA Equipment Manager and field owners to insure suitability of fields for Member activities; generate field-related notices to Members including field closures, invoices, and field request requirements. The Field Coordinator shall work in concert with field owners to identify field development opportunities. The Field Coordinator, with the approval of the MVLA Board, may create committees and/or delegate tasks to other non-Board individuals.



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- I. Fund Raising Coordinator
The Fund Raising Coordinator shall be responsible for all fund raising activities for the club. Individual team fund raising activities are to be handled by the teams.
- J. League Representatives
Each League Representative will sponsor approved MVLA teams to the playing league, represent the MVLA and its teams at playing league meetings, report back to the Board on playing league matters relevant to the Club and take appropriate action (with Board of Directors approval if appropriate) in furtherance of Club and league relations.
- K. Marketing/PR Coordinator
The Marketing/PR Coordinator shall be responsible for all marketing messaging on the MVLA Website, club wide tryouts marketing messaging, managing outbound marketing messaging and preparing PR releases to local newspapers, and social media based on Board approval. The Marketing/PR Coordinator shall be responsible for advertising, branding, merchandising and marketing vendor selection and management.
- L. Members-At-Large
The Board by majority vote may appoint from time to time one or more Members-At-Large of the Board to perform specific functions or activities for the good of the Club. Unless earlier termination is otherwise specified in the appointment motion, the appointment of a Member-At-Large terminates with termination of the Board.

2:02:02 The Board of Directors shall be responsible for and have sole authority for the following:

- A. Enforcing and interpreting the Constitution, By-laws, Rules and Regulations, General procedures, and Specific Rules.
- B. Approving affiliated teams, academies and programs.
- C. Approving the all of the following:
 - i. All representations of the clubs' purpose, missions, goals or logos.
 - ii. Strategic, tactical and financial plans for the club.
 - iii. The formation of all club events and activities bearing the clubs' name.
- D. Shall from time to time make temporary rules or regulations for specific cases or occasions not provided for in the Constitution, By-laws, Rules and Regulations, General Procedures, and Specific Rules, but which are deemed necessary by the Board of Directors to carry out the objectives of the club.
- E. At all times, the Board of Directors shall have the authority to take measures to ensure that the caliber of its member teams is



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competitive with other clubs in the playing leagues to which its member teams belong. Sustained periods of underperformance by any team may be grounds for review and possible corrective action.

- F. The Board of Directors each season will set the fees required for Affiliated Teams, Academies and Programs, and present the Club budget used to determine said fees.
- G. The Club shall establish policy, rules and procedures dictating the Board of Directors' governance of Club assets, investments, debts and obligations. Budget for major areas, including but not limited to Field Fees, Referee Fees, Registration, Marketing, Fundraising and Technical Directorship shall be presented to the club membership for each season.

2:02:03 The Board of Directors shall have the right and authority to suspend, bar completely, or otherwise discipline any player, coach, manager, team assistant, or club officer.

2:03 MEMBERSHIP

2:03:01 Any applicant for membership in this club shall submit yearly to the club Board of Directors for affiliation the following:

- A. Each team shall submit completed CYSA roster forms.
- A. Each team shall keep on file a complete registration form for each player; these forms shall be available for review by the Board of Directors of this club upon request.
- B. Full payment of all dues and fees.
- C. All team rosters must be submitted a minimum of ten (10) days prior to League deadline.
- D. Ensure that coaches approved by the club are properly certified for the affiliated organizations of the programs they coach or are committed to attaining certification by an agreed upon time.

2:03:02 Dues for affiliated teams and players shall be payable at the time of registration. Teams are not eligible for play until all dues are paid.

2:03:03 Members of the MVLA Academy and In-house recreation programs shall submit proper registration and waiver forms. The Recreation Academy Coordinator shall maintain forms for each Academy and In-house player. Academy and In-house players shall make full payment of all dues and fees.



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2:04 MEETINGS

- 2:04:01 Regular meetings of the Board of Directors shall be held during the month, by the call of the Chairman. The agenda for the regular meetings shall be as follows:
- A. Call to Order
 - B. Roll Call
 - C. Introduction of guests
 - D. Acceptance of previous minutes
 - E. Correspondence
 - F. Officer's reports
 - G. Committee reports
 - H. Unfinished business
 - I. New business
 - J. Good of the game
 - K. Adjournment
- 2:04:02 The Board of directors shall meet whenever the Chairman deems it necessary or if instructed to do so by three (3) or more members of the Board.

2:05 QUORUM

- 2:05:01 At all meetings of the Board of Directors, fifty percent of the Board membership shall constitute a quorum for the transaction of business.
- 2:05:02 Each member of the Board of Directors shall have one (1) vote except the chairman who will cast one (1) vote only in case of a tie.

2:06 SEASONAL YEAR

- 2:06:01 The Seasonal Year shall be in accordance to and in concurrence with the CYSA Seasonal Year. Insurance coverage shall be for the same period of time.

2:07 PROTESTS AND APPEALS

- 2:07:01 In the matter of Protests and Appeals, no player or team shall engage the services of any lawyer or attorney until all avenues of approach of Protest and Appeal procedures are exhausted through the regular channels of organized soccer.

2:08 RESPONSIBILITIES

- 2:08:01 All Member teams shall be responsible for governing those persons associated with their operations.



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- 2:08:02 Falsification of records shall be grounds for disbarment from future participation and/or membership in this club.
- 2:08:03 A plea of ignorance to the Constitution, By-Laws, Rules and Regulations, General Procedures and Specific Rules of this club is not sufficient and violators may expect appropriate action by the Board of Directors of this club.
- 2:08:04 Any persons found guilty of violating the Constitution, By-Laws, Rules and Regulations, General Procedures and Specific Rules of this club may be asked to appear before the Board of Directors of this club to explain his/her actions.

2:09 FINANCIAL RESPONSIBILITY

- 2:09:01 This club shall not assume, nor be liable for, the debts nor the financial responsibilities, either implied or incurred, of any of its members, member Coaches, member Managers, or member teams.
- 2:09:02 No part of the net earnings of the organization shall inure to the benefit of, or be distributable 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 the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

2:10 DISSOLUTION

- 2:10:01 Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future



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federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

2:11 RULES OR ORDER

- 2:11:01 Robert's Rules of Order shall be deemed as adopted at all meetings of this club unless otherwise agreed upon by the participants.



3. GENERAL PROCEDURES

3:01 AUTHORITIES AND RESPONSIBILITIES

3:01:01 The rules contained herein shall govern the Members of this club in all cases to which they are applicable, and in which they are not inconsistent with the Constitution and By-Laws of this club. All competition shall be governed by the rules stated herein unless the rules of specific competition determine otherwise.

3:01:02 Member Teams may deem fit to include rules and regulations more stringent than those included herein, but in no case may rules and regulations be less stringent.

3:02 INSURANCE

Shall be the same as outlined in Section 3:02 of CYSA General Procedures.

3:03 REGISTRATION PROCEDURES

Shall be the same as outlined in Section 3:03 of CYSA General Procedures.

3:04 AGE LIMIT DEFINITION

Shall be the same as outlined in Section 3:04 of CYSA General Procedures.

3:05 PROOF OF AGE

Shall be the same as outlined in Section 3:05 of CYSA General Procedures.

3:06 RULES OF PLAY

Shall be the same as outlined in Section 3:06 of CYSA General Procedures.

3:07 GAME TIMES AND BALL SPECIFICATIONS

Shall be the same as outlined in section 3:07 of CYSA General Procedures.

3:08 SEND OFF

Shall be the same as outlined in Section 3:08 of CYSA General Procedures.

3:09 PROTEST AND APPEALS PROCEDURE

Shall be the same as outlined in Section 3:09 of CYSA General Procedures.

3:10 SENIOR TRIAL GAMES

Shall be the same as outlined in Section 3.10 of CYSA General Procedures.



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3:11 PLAYING WITH PROFESSIONAL PLAYERS

Shall be the same as outlined in Section 3:11 of CYSA General Procedures.

3:12 TEAM TRAVEL PROCEDURES

Shall be the same as outlined in Section 3:12 of CYSA General Procedures.

3:13 ALCOHOLIC BEVERAGE PROHIBITION

Shall be the same as outlined in Section 3:13 of CYSA General Procedures.



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4. SPECIFIC RULES

4:01 AUTHORITIES AND RESPONSIBILITIES

4:01:01 In addition to the General Procedures the following Specific Rules shall apply to all affiliated teams in this club.

4:02 PURPOSE

4:02:01 The club exists for the purpose of providing competitive soccer for the Mtn. View Los Altos area.

4:02:02 Each team should be composed of players whose purpose is to develop a high level of soccer skills and compete against the best players in the area.

4:02:03 The players on each team should be selected on the basis of try-outs.

4:03 NUMBER OF TEAMS

4:03:01 The Board of Directors may admit one or more teams in any age group.

4:03:02 The Board of Directors may admit one or more teams in any age group playing 11v11. Each team must comply with rigorous and specific requirements to qualify for membership, such requirements to be specified in policy and procedural documents the Board of Directors will publish prior to any Board of Directors meeting where teams are admitted. The criteria should at least consider the number of players, quality of staff, field capacity and impact to existing teams. The Board of Directors reserves the authority to establish a specific probation period during which the teams will be monitored for adherence to required standards.

4:03:03 Small-Sided Teams in the club, working with the MVLA Board, shall develop their curriculum to plan for the eventual Team Consolidation as they transition from Small-Sided play to 11v11 play.

4:03:04 The MVLA Board of Directors shall maintain a list of Team Rankings in each age/gender group internal to the club which it shall use to place Teams in appropriate playing venues when maximum limits exist as to the number of teams allowed and/or the Club is given the option to make recommendations as to placement. The criteria for setting such rankings shall be documented in club policy and procedure.



4:04 DEFINITION OF TEAMS

- 4:04:01 Team: A group of seven (7) or more, not to exceed eighteen (18) soccer players of specified CYSA age group, properly registered with a CYSA affiliated league and under the guidance of one or more coaches, so organized for the purposed of playing soccer in a CYSA affiliated league.
- 4:04:02 The teams when registered will be registered by the proper grouping determined by the birth date of the oldest player on the team. Teams will enter competition outside of their league, playing in their proper age group as registered or higher. A team may play in any age group higher than the one of registration. A team may NOT play in an age group lower than the one of registration.
- 4:04:03 Admissible Ages: Teams may be admitted into the club as young as Spring u8 season and at any age thereafter until Spring of their u19 year.
- 4:04:04 Small-Sided Teams: MVLA Teams who shall play with fewer than FIFA-specified 11 players per side in their regular in-house or travel-based playing venues.
- 4:04:05 11v11 Teams: MVLA Teams that compete in playing venues at full-sided regulation of 11 players per side.
- 4:04:06 The MVLA Board may decide at its discretion, and with accompanying documentation of policy and procedure, to distinguish between Teams that play in Competitive playing leagues and those that play in Recreational playing leagues. The definitions of terms “Competitive” and “Recreational” are guided by the statements below and may be documented more fully in associated policy and procedure.
- a) A Competitive Team is one created through a process of detailed tryouts with specific selection criteria applied to the selection process. This is generally expected to be a travel team that trains regularly and aspires to compete at the highest levels possible within its capability. A Competitive Team will play in one or more authorized competitive playing leagues or venues.
 - b) A Recreational Team is one created through a process of placement, rather than tryouts selection. Placement criteria, which shall be documented, may relate to various reasonable factors, but the intent and purpose of such a team is to allow more egalitarian development of players who are more suited to a less competitive venue. Recreational Teams in general do not travel but instead play in-house leagues and venues.



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4:04:07 The MVLA Board may decide at its discretion, and with accompanying documentation of policy and procedure, to admit individual members or groups of members into the club who are not attached to a Team. The intent and purpose of such an action would be to stage players in training for the purpose of effectively preparing them for selection or placement onto a Team at some future date. The definitions of the terms “Academy” and “In-House” Program are guided by the statements below and may be documented more fully in associated policy and procedure.

- a) An Academy is a group of players registered for the purpose of receiving education and training in one or more functional areas. Such groups may be chartered by age, skill level, skill type, position type, etc. There is an expectation of teaching excellence and development of core competencies for any Academy. Membership in an Academy does not preclude the member from being a Member of an MVLA Team.
- b) An In-House Program is a group of players registered with the intent of receiving training or opportunity to play for any purpose approved by the MVLA Board. Such In-House Programs shall conduct their activities inside the club amongst registered members. Involvement in any activity occurring outside the club or against other clubs must be approved by the MVLA Board and is generally discouraged. Approved activities may include, but are not limited to, recreational pick-up groups, pre-training for groups of players intending to petition for admission into the club as an 11v11 Team at a future date, indoor leagues or conditioning programs, in-house recreational play venues including play-dates, jamborees, or leagues, etc.

4:05 COOPERATION AMONGST MVLA TEAMS

4:05:01 Player Movement

It is the policy of the MVLA Soccer Club to encourage the movement of players between teams of the Club so as to meet the needs of the players and the teams. Accordingly, it is NOT a violation of any poaching guidelines for a coach or his/her representative to invite a player (directly, or via the player’s parent) affiliated with another MVLA team to have the player participate in any “publicly announced tryout” for their MVLA team.

- A. In order to qualify as “publicly announced”, the tryout must be open to all and either a public notice of the tryout must be announced at least 7 days prior to the tryout date or a team must have a publicly posted policy of welcoming prospects at the team’s regularly



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- scheduled practice(s) in lieu of tryouts. In either case, the term “public” includes, but is not limited to, the MVLA Coaches Yahoo Discussion Group.
- B. Discussions of tryouts, in any form, with a prospective player **MUST NOT** occur during their scheduled games, tryouts, or practices, nor within 15 minutes of their scheduled start and stop times.
 - C. Discussions of tryouts with a prospective player’s parent or guardian may happen at any time.
 - D. The Club expects that as a matter of professional courtesy, any coach or his/her representative notify a player’s current coach of any coach- initiated contact prior to making it.
 - E. Failure to support or comply could lead to disciplinary action or being sanctioned.