

BY-LAWS OF MILLSTONE UNITED TRAVELING SOCCER, INC.
AMENDED EFFECTIVE APRIL 7, 2011

ARTICLE I – NAME AND COLORS

1. The name of the corporation shall be Millstone United Traveling Soccer, Inc., a not-for-profit organization, also referred to as MUTS or the Club.
2. The official colors to be displayed shall be royal blue and white.
3. In the event that the corporation, by reason of any merger, consolidation, association, or reorganization decides to use an alternate corporate name or to change completely the name of the corporation, then such shall serve as the successor in interest of said corporation.

ARTICLE II –PURPOSE

The corporation is organized exclusively for educational purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954.

The objectives of the corporation are:

- (a) To foster and promote interest and participation in the game of soccer, in the Millstone, Roosevelt, Jackson, Monroe and general Monmouth County, New Jersey area through an instructional, developmental traveling program.
- (b) To encourage the spirit of fair play, team play, and sportsmanship so that each participant may realize their ultimate potential as a player and as an individual.
- (c) To organize and operate a travel soccer program.

ARTICLE III - JURISDICTION

The corporation shall have full authority and jurisdiction over all members and coaches concerning the travel soccer program that it conducts. It shall have the power to discipline, suspend, or expel any member or coach, including any executive committee member, for violation or breach of any provision of these by-laws, rules, regulations, guidelines, or policies of the corporation, or for any conduct detrimental or inconsistent with or to the proper organization, operation, or policies of the corporation.

ARTICLE IV – AFFILIATION

The corporation shall be affiliated with any league or association that promotes interest and participation in the game of soccer, United States Soccer Federation, United States Youth Soccer Association, New Jersey Youth Soccer Association or any other league or association which, in the sole discretion of the Executive Board promotes these goals.

ARTICLE V- MEMBERSHIP

1. The eligibility and qualifications for membership shall be as follows:
 - (a) Membership shall consist of persons interested in the promotion and participation in the game of soccer.
 - (b) Membership shall not be restricted due to reasons of sex, race, color, creed, religion, or national origin.
 - (c) All registered players shall become members upon payment of applicable player registration fees, as established by the Executive Committee.
2. Membership shall be retained subject to the payment of the applicable annual fees, unless disciplinary action is brought against a member by the Executive Committee.
3. Any player transferring to or from the corporation or within the corporation must do so within the policies and guidelines established by these bylaws.
4. All members must observe and comply with the bylaws, rules, regulations, policies, and guidelines adopted by the Executive Committee. Violations of such may result in disciplinary action, including expulsion of a member by the Executive Committee. If expulsion is necessary, there shall be no refund of any fees paid.

ARTICLE VI - MEETINGS

1. The Executive Committee shall hold regularly scheduled meetings each month on a date at a location designated by the Executive Committee. These meetings shall be open to the membership and guests that have been approved by the Executive Committee in its sole discretion. All meetings shall be governed by Robert's Rules of Order.
2. Members of the Executive Committee shall attend all meetings. Executive Committee members shall notify the President, Vice-President, Secretary or Treasurer of their inability to attend a meeting. That Executive Committee member shall submit to the President, Vice-President, Secretary or Treasurer any information pertaining to business of the corporation that may have to be discussed during that meeting.
3. Executive Committee members shall be allowed excused absences from meetings. However, more than three consecutive absences without approval of the Executive Committee shall be deemed an implied resignation and said vacated position may be filled as provided by these bylaws and in consideration to the equal representation and cooperation of all member teams.
4. Annual Meeting. Each existing team of the organization shall elect two delegates to attend the annual meeting to be held in the month of June. Each team shall assign two team delegates to attend. The Executive Committee shall make written notice to each Team Delegate of not less than ten days of the time, place and purpose of the annual

meeting, which shall be for the purpose of electing members of the Executive Committee and for the transaction of such other business as may come before this meeting.

5. Special Meetings. Special meetings of the members or of the Executive Committee may be called by the Executive Committee upon ten days written notice. Such notice shall set forth the time, place and purpose of said meeting. Only issues set forth and identified by the Executive Committee in said written notice for the special meeting will be discussed at the special meeting.
6. Quorum. A majority of the members of the Executive Committee shall be present at all meetings before any business may be conducted. "Present" may include participation by telephone, video-conference or other means which effectively allows a member of the Executive Committee to participate without being physically present, but only upon the advance approval of the President. However, if a quorum is not present, a majority of those members present must adjourn the meeting until the next scheduled meeting.

ARTICLE VII – ELECTIONS AND VACANCIES

1. The election of members of the Executive Committee shall be held at the annual meeting of delegates of teams of the corporation eligible to vote at said meeting.
2. The President shall appoint a nominating committee at the April meeting of the Executive Committee. The nominating committee shall consist of three members of the organization.
3. At the May meeting of the Executive Committee, the nominating committee shall present a slate of officers, indicating specific positions for each candidate. Each nominee must agree to his/her nomination.
4. At the Annual meeting in June, the nominating committee shall again present the slate of officers to the Team Delegates. Nominations will also be taken from the floor at that time. Floor nominees must be present and agree to their nomination. The election shall be by written ballot with each delegate casting one vote for each position,
5. The term of office for elected members of the Executive Committee shall be two years.
6. In the event any Executive Committee position becomes vacant, the Executive Committee shall vote and appoint a replacement to complete the unexpired term of the vacant position. No vacated position shall be filled without a majority approval of the Executive Committee.
7. No team may have more than two representatives on the Executive Committee during any given term.

ARTICLE VIII - GOVERNMENT

1. The affairs of the corporation shall be managed by the Executive Committee, which shall consist of a minimum of seven members.

2. It shall be the duty of the Executive Committee to determine, direct, and promote the aims, purposes, and policies of the corporation, to exercise control over all matters pertaining to the care and conduct of the corporation, its property, finances and appropriations, and to perform all services necessary thereto.
3. It shall be the further duty of the Team Delegates to elect the Executive Committee and to approve changes to these bylaws.
4. It shall be the further duty of the Executive Committee to formulate and organize a program and activities consistent with and furthering of the aims and purposes of the corporation and to sponsor and promote such programs.
5. The Treasurer will maintain a General Fund for expenses pertaining to the organization as a whole. Separate accounts will be maintained on a per team basis. No funds may be removed from individual team accounts without the approval of the individual Head Team Coach or Team Treasurer. General Funds of the corporation may be dispersed upon the direction of a majority vote of the Executive Committee.
6. General Funds may also be dispersed by the Treasurer with the approval of the President, provided that said amount does not exceed Five Hundred Dollars (\$500.00). Any expenditure over Five Hundred Dollars (\$500.00) must be approved by the Executive Committee at a regularly scheduled or special meeting.
7. The Executive Committee shall be responsible for preparing an annual budget to cover the operations of the Club that shall constitute projected revenues and proposed expenditures for Club operations for the next fiscal year. This budget will not include revenues or expenditures associated with individual teams. The budget should detail all proposed expenditures exceeding two hundred dollars (\$200.00). The Treasurer shall prepare the budget for presentation to the Team Delegates at the second regularly scheduled meeting of the calendar year and/or the annual meeting. Final approval of the budget shall occur through a majority vote of the Team Delegates. In the event of a delay in the approval of an annual budget, the Executive Committee is authorized to make reasonable and prudent expenditures on behalf of the Club.

ARTICLE IX –EXECUTIVE COMMITTEE

Each Executive Committee member shall be elected to a specific office. Such offices, and their duties, shall include, but are not limited to, the following:

President: Executive leadership and strategic direction for MUTS. Presides over voting and appointment of board positions. Appointment of special committees. Maintenance and creation of MUTS bylaws with input from Executive Committee. Preparation of meeting agendas and overall facilitation of monthly board meetings. Issue and conflict resolution. Signatory rights on general account.

Vice President: Assistant and alternate to President. . Leadership for training of coaches and referees. Coordination of try-outs for new teams. Facilitation of tournament play for MUTS teams.

Treasurer: General accounting for MUTS, including detailed accounts of income and expenditures on general account, with principal signatory rights on general account. Annual tax filing as a non-profit organization. Record keeping and distribution of account statements for all team accounts. Summary of financial status during monthly board meetings. Yearly projections of annual budget for MUTS.

Secretary: Permanent record keeping and electronic publishing of MUTS monthly board meeting minutes. Scheduling of monthly and annual meetings.

MOSA Representative: Principal representative to MOSA. Attends general monthly MOSA meetings, and reports to the Executive Committee on minutes, action items, and issues presented at the meetings. Electronic administration and data input, as required, for MOSA game scheduling, field assignments and directions. Coordination of season game schedules with Referee Assignor, Vice-President and, where applicable the Web Administrator.

Web Administrator: Maintenance and oversight of MUTS website. Electronic administration and data input, as directed by Executive Committee, to MUTS website. Liaison to website vendor and/or web host.

Field and Equipment Director: Coordination with Millstone Recreation Soccer program in the preparation and maintenance of soccer fields. Assignment of travel soccer team field duties, including field painting.

Referee Assignor: Management and enrollment of active referees available to MUTS. Coordination of game schedules with Vice President, MOSA Representative and, where applicable, the Web Administrator.

Fund Raising Director: Development and coordination of fund raising activities for MUTS.

Communications Director: Coordination and facilitation of communications between board members and team coaches and MUTS representatives. Creation and coordination of press releases and advertising in local newspapers or similar periodical publications. Facilitator of communications for soccer try-outs supporting team creation.

Recreation Soccer Liaison: . Principal representative to the Millstone Recreation Department. Attends general monthly Millstone Recreational Department meetings, and reports to the Executive Committee on minutes, action items, and issues presented at the meetings. Electronic administration and data input, as required, for Millstone Recreational soccer game scheduling, field assignments and directions.

ARTICLE X - CONTRACTS

No member of the corporation shall contract or cause to contract in the name of the corporation any debt or a monetary nature or otherwise without first receiving proper approval from the Executive Committee.

ARTICLE XI - AMENDMENTS

1. Introduction of any amendments to these bylaws must be submitted to the Executive Committee in writing prior to any regularly scheduled meeting. The proposed amendment will then be reviewed and listed for consideration at the next scheduled meeting of the Team Delegates. The secretary of the Executive Committee shall notify the Team Delegates of said meeting and distribute copies of the proposed amendment to each Team Delegate.
2. These bylaws may be amended or repealed by an affirmative vote of the majority of the Team Delegates at the meeting such amendment is listed for consideration. Any team who fails to produce a Team Delegate at any meeting where a bylaw amendment is listed for consideration shall be deemed to have waived its right to vote thereon.

ARTICLE XII - COMPENSATION

The Executive Committee or any other member shall receive no fee, salary, or remuneration of any kind for their services as officers and/or members, provided, however, that officers or members may be reimbursed for reasonable expenses incurred with the approval of the Executive Committee upon presentation of vouchers or receipts.

ARTICLE XIII – DISTRIBUTION OF ASSETS ON DISSOLUTION

Upon the dissolution of the corporation, after payment of all debts, no part of the remaining assets may be distributed to any officer or member, but the remaining assets shall be distributed to another organization or organizations exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code, organized for the same or similar purposes as the corporation.

The organization is not a private foundation because it qualifies as normally receiving not more than one-third of its support from gross investment income and more than one-third from its support from contributions, membership fees and gross receipts from activities related to its exempt function as provided under Section 509(a)(2) of the Internal Revenue Code.

ARTICLE XIV – INDEMNIFICATION BY THE CORPORATION

The corporation shall indemnify and hold harmless any member or officer, his heirs and personal representatives, from and against any and all personal liability, and all expenses including counsel fees, incurred or imposed in connection with any civil, criminal or other proceeding instituted by reason of the fact of said person being a member or officer of the corporation, provided that such liability or expense shall not be attributable to his or her willful misconduct or bad faith. In the case of any settlement, the Executive Committee shall have the authority to approve such settlement, which approval shall not be unreasonably withheld.

ARTICLE XV – FORCE AND EFFECT OF BYLAWS

These bylaws are subject to the provisions of the New Jersey Nonprofit Corporation Act, and the Certificate of Incorporation, as it may be amended from time to time. If any provision in these

bylaws is inconsistent with a provision of the Act or the Certificate of Incorporation, the provisions of the Act or the Certificate of Incorporation shall govern to the extent of the inconsistency.

TEAM RULES AND REGULATIONS

TEAMS – ROSTERS/LEAGUE AND MUTS AND REGISTRATION

1. The number of active players on each team's roster shall be governed by league rules and regulations. Field sizes shall be governed by league rules and regulations.
2. An annual registration is required for every player during the seasonal year, which runs from August 1st through July 31st. Coaches must have their existing teams re-registered from season to season. All coaches must submit a final roster to MUTS, through the President or Vice-President, not later than August 1st for the Fall season, and update their rosters for the Spring season by February 1st. Coaches are responsible for providing the following information for each player from season to season: name, age, contact telephone numbers for player's parents/guardians, email addresses for player's parents/guardians. Any coach who fails to comply with this reporting requirement will be subject to the appropriate disciplinary action as determined in the sole and absolute discretion of the Executive Committee.
3. Any changes to a team roster (additions or deletions of players or coaches) during the season or after tryouts must be submitted to the league and to MUTS, through the President or Vice-President, as soon as practicable. Under no condition may a player be placed, removed or transferred from a team during a seasonal year unless in complete accordance to USYSA rules and with the appropriate NJYSA release form paperwork, and cleared through the competitive registrar of NJYSA.
4. Registration and other appropriate forms are available from the league and should be completed and returned to the league with a copy of the player's birth certificate and the signed and notarized medical release form (the head coach should also have duplicate copies).
5. No player can participate in any club activity or function without prior registration and insurance. The Executive Committee shall determine each player's status, and such decisions shall be final.
6. Players shall play on teams according to the age groups specified by the league in which they are registered. Players may play on teams at higher age groups where there is no team in their age group. In all other instances, the coach may submit a request, for consideration by the Executive Committee, to allow a player to compete in a higher age group. The Executive Committee may hold a hearing to determine a player's status, as necessary, or may make a determination, without a hearing, in its sole discretion, regarding such a request.

FINANCIAL RESPONSIBILITY

1. Each team shall be responsible for funding its operating expenses, and shall have no financial obligations for any debts incurred by any other team. Each team will be responsible to pay the annual MUTS registration fee and any other applicable fees, including other organization fees and referee expenses, as agreed to by this organization.

2. The Club is incorporated as a “nonprofit corporation” and is required to account for all financial transactions of all member teams. Therefore, all transactions must be reported to the Executive Committee Treasurer; this includes income from registration fees and other parent contributions, donations and fund raising, together with expenses such as MUTS and league registration fees, card packages, referee fees, tournament and patch fees, and team uniforms. No coach shall issue any check payable to “cash,” with the sole exception of referee fees in which case the coach shall identify “referee fees” in the memo portion of the check. In the event any coach or other individual incurs an expense on behalf of the team and seeks reimbursement for the same, the payee of said reimbursement check shall be the name of the individual who has produced receipts or other documentation in support of the reimbursement request. Any team unable or unwilling to keep accurate records or report them as indicated above must relinquish their financial independence and use the Club treasurer for all transactions.
3. At the request of the Executive Committee Treasurer, all team treasurers must meet with the club treasurer to review financial statements and annual budgets. At this time all receipts must be available upon request. Year-end tax statements and tax-exempt renewals require each team’s accurate information; therefore each team’s participation is mandatory.

FIELD MAINTENANCE

1. Every team must understand there is a cost associated with the organization’s use of township soccer fields. The Club has agreed that in lieu of monetary fees paid to the township, it will donate its time and physical labor to maintain the soccer fields in regulation playing condition. This may require one or more parents from each team, as requested by the Fields and Equipment Director, to participate in working on the fields at the times and dates mutually agreed upon by the Executive Committee and the team(s).
2. MUTS is responsible for painting lines on the township fields for all home games. A portion of the MUTS registration fee shall be utilized to cover the cost associated with this responsibility.
3. Home teams are responsible for corner flags for their games. Arrangements must be made with the Fields and Equipment Director to obtain the flags and where to leave/return the flags when the game is finished. .
4. All teams are responsible at all times (both at practices and games) to clean the fields of all debris regardless of where it originated.

SCHEDULING

1. All scheduling of games within the Club is the responsibility of the MOSA Representative and Referee Assignor (with the sole exception of the league scheduled games). This responsibility includes regularly scheduled games, practices, field availability for “rescheduled” league games, tryouts, professional training, and tournament participation.

2. Any conflicts with league schedules should be addressed with the Referee Assignor for review and disposition. The Referee Assignor shall review league schedules for field and referee availability and contact the appropriate leagues and head coaches of any necessary changes. Any rescheduling of league games (the designated time of day only) will be an Referee Assignor decision and not subject to review.

FUND RAISING

1. All players and teams will participate in club-sponsored fundraisers. Teams not participating shall be subject to review and appropriate action by the Executive Committee. These funds shall be used for purposes common to all players and teams, such as tournament entry fees and patches, training programs, or other “funded events” as decided by the majority of Executive Committee.
2. Teams wishing to have uniform sponsors by way of fundraising efforts or donations, or seek to have any insignia other than the approved MUTS shield must notify and receive authorization from the Executive Committee.
3. Individual teams are encouraged to organize fundraisers to help cover team expenses. All such fundraising shall be in addition to any club-sponsored events and must not hinder or conflict with club events. No illegal fundraising will be permitted.
4. All advertisements and press releases must be reviewed by the Communications Director prior to publication, with the exception of game results.
5. Upon the request of the Funding Raising Director, each team must volunteer no less than one representative to assist in club fundraising programs.
6. Any disagreements pertaining to fundraising are to be fully presented to the Executive Committee. All issues are to be settled by majority vote of the Executive Committee.

CONDUCT – PLAYERS/PARENTS

1. All players must know and adhere to all FIFA rules as stated in the official rule book. These rules require “Gentlemanly Conduct,” which is defined as conduct that conforms to the highest standards of propriety or correct behavior.
2. Every player must be officially “carded” onto his or her team, as may be required, and their cards must be available at every game to be allowed to participate. Participation also demands that every player wear his or her complete uniform and all appropriate equipment.
3. Once on the playing field, the head coach is in charge, follow only his/her instructions and cooperate with assistant coaches and teammates; be a team player.
4. Never argue with officials, coaches, teammates, or the opposing team.

5. A show of “Good Sportsmanship”, i.e., handshake or apology, must be demonstrated if requested by a coach or official.
6. Play by the rules and never follow instructions to cheat or use violent behavior; report any incidents to a parent or coach, who should immediately report such incidents to the Executive Committee.
7. Parents shall execute a MUTS Athletic Code of Conduct in the form annexed hereto and shall at all times be responsible for the conduct of their children.

CONDUCT - COACHES

1. All coaches are the duly selected individuals of a majority of the team parents chosen to run the “on field” activities of an individual team. They have been selected to manage and teach all rules of play stressing “Gentlemanly Conduct,” and to control the play of the game using their individual style and techniques. Should any conflict arise by and between the coaches of a particular team, or by and between one or more coach of a particular team and one or more parent of a player on that team, and that conflict cannot be resolved between the parties, either a coach or a majority of the team’s parents may bring the issue or dispute before the Executive Committee at a regularly scheduled meeting, and upon written notice of the issue or dispute to the President or Vice President, which written notice shall be received by the President or Vice President at least 72 hours prior to the regularly scheduled meeting and shall identify the parties to the issue or dispute and the nature of the issue or dispute. By doing so, the coach(es) and/or the parent(s) irrevocably consent to the Executive Committee’s discretion and ultimate determination regarding said issue or dispute.
2. All coaches must adhere to the MUTS Code of Conduct for Coaches, adopted by MUTS and in the form annexed hereto.
3. Coaches are responsible to know FIFA rules, and all policies of NJYSA and MOSA as it pertains to their position. At a minimum, all coaches must have an “F” license, as administered and issued by the New Jersey Youth Soccer Association or similar organization..
4. During games and practices, the head coach is responsible for all activities regarding the players, assistant coaches, and parents of the team. Coaches are expected to make a strong attempt to control player, parent, and spectator conduct. Should any situation become beyond the coach’s control, they should report it to the Executive Committee within 48 hours.
5. Coaches must be prepared at all times for both practices and games. It is their responsibility to make sure all players are prepared and wearing protective equipment whenever participating in any club activity. They must have player passes, copies of birth certificates, and copies of medical release forms available upon request. They must make sure that all games are played as scheduled (unless a game is rescheduled according to policy).

6. The head coach is responsible to attend all games and practices. If business or personal reasons interfere, it is the coach's responsibility to insure that an assistant or a parent-approved individual be present. An "F" license is required for alternates.
7. A coach's conduct must be beyond reproach. Their position demands exemplary behavior. No violent behavior or inappropriate criticism of referees, players, spectators, or any member of a visiting team group will be tolerated. Disagreements and/or dissatisfaction with officiating or other 'on field' behavior must be reported in writing to the President within 48 hours after the game. Players, coaches, or parents of players may file written protests or complaints to the Club Secretary within 48 hours of an alleged incident. Protests to be filed with outside organizations must be co-signed by the President, or other designated club representative, and be in the league secretary's possession within 48 hours.
8. If any coach's abuse of home field referees results in no referee availability for their future home games, they must forfeit those games as deemed appropriate by the league.
9. In the event that a coach or player receives a red card for any reason, it is mandatory that the Executive Committee be notified immediately. A complete explanation of the nature of the incident that resulted in the red card must be given to the Executive Committee. Under most league rules, a coach is fined \$50 and also incurs a suspension for a red card. They must also appear at the next league meeting and address the league board of directors about the incident. (Failure to appear is automatic dismissal in MOSA.) The Executive Committee may issue additional penalties, as it deems appropriate.
10. Any fines levied against a team for violation of any policies will be the responsibility of the head coach and/or team parents to address and compensate.
11. The head coach must be prepared at all times to contact the opposing head coach of league approved game cancellations. Any game may be canceled by the President up to two hours prior to the game time due to weather conditions, referee scheduling or field conditions.. The President shall notify the Referee Assignor and the head coach of each team playing a home game of any such cancellations. Head coaches are solely responsible to handle the communications for these emergencies.

REFEREES

Teams are encouraged to submit individuals (coaches, players or parents) who are willing to take the USSF referee course. Insufficient numbers of referees will result in the club not playing games as scheduled and not being allowed to submit additional teams to any league. The Executive Committee may arrange for these individuals to go to a referee course. The individuals submitted do not have to be connected with this club or this community; they simply cannot be presently used by another club.

INSURANCE CLAIMS

Coaches are responsible for notifying the President or Vice President of any injury incurred during a club-sponsored activity. This notification must include the injured party's name, team,

place, nature of injury, and the supervising coach present at the time. Copies of all medical bills must be supplied to the President or Vice President for processing of any claim.

TRYOUTS

1. All tryouts are to be held under the complete jurisdiction of the Club, and may be advertised in the local newspaper or through other means approved by the Executive Committee. All attendees are automatically insured.
2. The dates that the evaluations are held shall be determined by the Executive Committee. The number of evaluations required must be determined by mutual agreement of all coaches for a particular team. All players must be rated by a system as agreed to by the Club.
3. Player selection will be made by the coaches within two weeks of the completion of the evaluations. Players selected for the Fall season will also play on that team the following Spring. When selecting a roster and filling the available positions, coaches should consider any players availability and commitment to soccer, and the opportunity of adding “exceptional talent” to your team should it become available.

TOURNAMENTS

All patches are to be purchased through the Treasurer at the cost set by this club.

DEVIATIONS, DISAGREEMENTS AND CONFLICTS OF INTEREST

1. All policies and guidelines must be adhered to their full extent. Deviations or exceptions may be submitted to the Executive Committee for consideration, but approval must be received prior to implementing any deviation.
2. Any disagreements or conflicts of interest between teams or with anyone outside this organization shall be presented to the President and Vice-President for review and disposition. Such issues may be submitted for review by the entire Executive Committee, as deemed necessary by the President and Vice-President. Individual members of the Executive Committee have no authority to make unilateral decisions.
3. The Executive Committee is the ultimate authority on all matters involving the implementation of these policies and procedures, and thus will arbitrate any controversies that may arise. Their decision is final and not subject to review. If a topic of consideration has the support of a majority of the team delegates, it should be proposed as an amendment to these bylaws.

LITIGATION

No team, player, or member of this organization may invoke any type of court action against MUTS, without first exhausting all available remedies within the appropriate soccer organizations as set forth by NJYSA, USYSA, and USSF. For violation of this rule, the offending parties will

be subject to the sanctions of fines and suspensions or dismissal from MUTS. This organization will take all actions necessary to defend itself and will aggressively pursue reimbursement of all costs incurred for its defense from the offending parties.