

Michigan State Premier Soccer Program Bylaws

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**BYLAWS
OF
MICHIGAN STATE PREMIER SOCCER PROGRAM**

**ARTICLE I
Name and Purpose**

Article I. Section 1. Name.

The name of this program shall be Michigan State Premier Soccer Program. The Premier Program may also use a name mutually agreed upon between itself and its' major sponsor(s) for the purpose of advertising, and public and/or community relations. Affiliated leagues shall not use the word "premier" in their league names.

Article I. Section 2. Purpose.

The purpose of this Premier Program shall be to promote the development and execution of highly skilled youth soccer, sportsmanship, quality coaching and officiating within the State of Michigan.

**ARTICLE II
Members**

Article II. Section 1. Membership.

Membership shall be restricted to MSYSA affiliated member organizations. No team or club may be a member of this Premier Program but shall only be a member of the Premier Program through an affiliated MSYSA member organization. Any member organization affiliated with MSYSA is eligible for membership. The term member organization shall be used as defined in the MSYSA bylaws.

Article II. Section 2. Method of Entry.

Leagues must notify the Premier Program of the number of teams, which the affiliated league wishes to sponsor. This notification must be submitted on the designated Premier Program form, signed by an authorized League official, and must be received by the Premier Program no later than the date specified by the Premier Program.

Article II. Section 3. Divisional Placement of Teams.

This premier program starts at 11v11, however, any team may enter provided Article 1, Section 2 is adhered to. Affiliated leagues may sponsor U13-U19 High School Open teams. U13-U19 High School Open teams will be placed into divisions by the MSPSP Board of Directors. Existing teams shall be grouped into playing divisions primarily based upon the record of team during the previous MSPSP season. The MSPSP reserves the right and may relegate out the bottom 25% of teams in each and every age group based on maximum points.

Article II. Section 4. Notice of Meetings.

At their discretion, the MSPSP Board of Directors shall call meetings of member leagues and/or team representatives. Notice of such meetings shall be made as determined by the MSPSP Board of Directors to provide sufficient notification of at least 5 days, and shall include the time, date and place of such meetings.

Article II. Section 5. Conduct of Meetings.

Meetings of the member leagues and/or team representatives shall be presided over by a Chairperson of the meeting who shall be the Chairperson of the MSPSP Board of Directors or, if the Chairperson is not present, by the Vice Chairperson or, if neither is present, by the

Secretary or, if the Secretary is not present, by any other member of the MSPSP Board of Directors. In the absence of the Secretary, a person will be appointed by the chairperson to serve as secretary pro-tem of the meeting. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern MSPSP in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that MSPSP may adopt. The parliamentary authority adopted by MSPSP shall be adopted by each member organization. Attendance at all meetings of the Premier Program is required of the MSPSP Board of Directors. If an officer or director misses three (3) consecutive meetings without approval or without acceptable cause, these absences constitute an implied resignation by that member.

Article II. Section 6. Application Fees.

Application fees for all teams in the amount determined by the MSPSP Board of Directors shall be payable at the time of team registration. All teams and sponsoring leagues fines and/or bonds must be paid prior to registration. All payments must be drawn on U.S. banks, financial institutions, or U.S. currency. No foreign financial institutions drafts will be accepted.

ARTICLE III Board of Directors

Article III. Section 1. Number and Positions.

The property, business, and affairs of the Premier Program shall be managed by its MSPSP Board of Directors. The MSPSP Board of Directors shall consist of the following: Chairperson, Vice-Chairperson/Registrar, Secretary/Treasurer, Scheduler, Commissioner,

Statistician, Referee Advisor, and Chairperson Emeritus (an ex officio non-voting member).

Article III. Section 2. Selections.

- (1) The Chairperson, Secretary/Treasurer, and Scheduler, shall be elected by the MSYSA affiliated leagues in odd numbered years, at the annual general membership meeting of that body and shall serve a term of two years or until their successors are elected. Their terms shall begin at the conclusion of the meeting at which they are elected.
- (2) The Vice Chairperson/Registrar, Statistician, and Commissioner shall be elected by the MSYSA affiliated leagues in even numbered years and shall serve term of two years or until their successors are elected. Their terms shall begin at the conclusion of the meeting at which they are elected.
- (3) The MSPSP Board of Directors may appoint, at their sole discretion, other agents of the Premier Program, who shall serve at the discretion of the MSPSP Board of Directors. Directors, officers and agents need not be members of an affiliated league.
- (4) The Referee Advisor will be appointed by a majority vote of the MSPSP Board of Directors then in office with a recommendation of the State Referee Administrator. The Referee Advisor will serve a term of one (1) year or until his/her successor is elected beginning July 1 and ending June 30. There are no term limits for the MSPSP Referee Advisor.

Article III. Section 3. Quorum.

A majority of the voting MSPSP Board of Directors then in office shall constitute a quorum for the transaction of business. Unless specifically required elsewhere in these bylaws, any actions of the MSPSP Board of

Directors shall require a majority of the voting board members present at a meeting. If at a meeting of the MSPSP Board of Directors there shall be less than a quorum present, a majority of those present may adjourn the meeting from time to time until a quorum shall have been obtained.

Article III. Section 4. Action by Unanimous Written Consent.

If and when the MSPSP Directors shall severally or collectively consent in writing to any action to be taken by the Premier Program either before or after the action is taken, that action shall be as valid corporate action as though it had been authorized at a meeting of the MSPSP Directors and written consents shall be filed with the minutes of the proceedings of the MSPSP Board of Directors.

Article III. Section 5. Vacancies.

Whenever any vacancy shall occur in the MSPSP Board of Directors by reason of death, resignation, removal, or otherwise, a majority of the MSPSP Directors then in office, though less than a quorum, may fill the vacancy at any meeting, and the person so elected shall, if confirmed by the MSYSA, MSPSP Board of Directors, be a director until affirmed by the membership as provided in Article III Section 2. The resignation of a Director shall be effective upon receipt by the Premier Program or a subsequent time as set forth in the notice of resignation. A Director or the entire MSPSP Board of Directors may be removed, with or without cause, by a vote of the majority of the members entitled to vote at an election of MSPSP Directors. If a Director misses three consecutive meetings, this Director must declare his/her intentions to the membership, and failing to do so, this office shall be declared vacant and filled in accordance with this section.

Article III. Section 6. Regular Meetings.

Meetings of the MSPSP Board of Directors shall be held monthly and can be held without notice at such other times or intervals and at such

places within the State of Michigan as may be determined by resolution of the Board. The resolution may authorize the Chairperson to fix the specific date and place of each regular meeting, in which case notice of the time and place of such regular meetings shall be given in the manner hereinafter provided with respect to special meetings of the Board.

Delegates' meetings will be held at the call of the MSPSP Board of Directors who shall also set the time and place for the meeting. Each member league currently sponsoring a team or teams must attend delegate meetings, unless agreed to otherwise by a majority vote of the Board.

Article III. Section 7. General Powers as to Negotiable Paper.

The MSPSP Board of Directors shall prescribe the manner of making, signing, or endorsing of checks, drafts, notes, acceptances, bills of exchange, obligations and other negotiable paper or other instruments for the payment of money and designate the officer or officers, agent or agents, who shall be authorized to make, sign or endorse the same on behalf of the Premier Program.

Article III. Section 8. Powers as to Other Documents.

The MSPSP Board of Directors subject to approval of MSYSA Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any conveyance or other instrument in the name of the Premier Program, and such authority may be general or confined to specific instances. When the execution of any contract, conveyance or other instrument has been authorized without specification of the officers authorized to execute, the same may be executed on behalf of the Premier Program by the Chairperson or Vice-Chairperson/Registrar, and attested by the Secretary/Treasurer.

Article III. Section 9. Disciplinary Authority.

The MSPSP Board of Directors has authority to bar completely, suspend or otherwise discipline any player, coach, manager, team assistant, trainer, club officer, league officer, or other person associated with any team playing within the Premier Program, whether such person is paid or unpaid by one or more players, teams, clubs, or leagues.

ARTICLE IV Executive Committee

Article IV. Section 1. Executive Committee.

The MSPSP Board of Directors may designate two or more of its directors or members to constitute an executive committee, who, during intervals between the meetings of the MSPSP Board of Directors and subject to such limitations as may be required by law or imposed by resolution of the MSPSP Board of Directors, shall have the right and may exercise all powers and authority of the MSPSP Board of Directors in the management of the business and affairs of the Premier Program, except that such executive committee shall not have power or authority to:

- (A) Amend the article of incorporation;
- (B) Recommend to members a dissolution of the Premier Program or a revocation of a dissolution;
- (C) Amend the bylaws of the Premier Program;
- (D) Fill vacancies in the Board.

Article IV. Section 2. Other Committees.

The MSPSP Board of Directors may designate one or more of its directors or members to constitute any other committee, who shall have only such powers as are expressly granted to them in such resolution. Subject to the approval of the MSPSP Board of Directors, the Chairperson may appoint other committees as needed. The resolutions establishing committees and designating their members shall be passed

by a majority of the voting MSPSP Directors then in office. The MSPSP Board of Directors may establish special disciplinary committees when matters of a disciplinary nature occur.

Article IV. Section 3. Procedures.

All committees, and each member thereof, shall serve at the discretion of the MSPSP Board of Directors. The MSPSP Board of Directors shall have the power at any time to increase or decrease the number of members of any committee, to fill vacancies, to change any member and to change the functions or terminate the existence of any committee. The MSPSP Board of Directors may designate one or more MSPSP Directors or other persons as alternate members of a committee who may replace an absent or disqualified member at a meeting of the committee. In the absence or disqualification of a member of a committee, the members present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the MSPSP Board of Directors to act at the meeting in place of an absent or disqualified member. The Executive Committee and all other committees, if the MSPSP Board of Directors shall not have designated a chairperson thereof, shall elect a chairperson from their membership. All committees shall elect a secretary who need not be a member of the committee and who shall keep minutes of all meetings of the committee, which shall be submitted at the next meeting of the MSPSP Board of Directors for approval. Regular or special meetings of any committee may be held in the manner provided in the bylaws for regular or special meetings of the MSPSP Board of Directors, and a majority of any committee shall constitute a quorum at any meeting.

Article IV. Section 4. Committee Action Without a Meeting.

If and when members of the Executive Committee or any other committee shall severally or collectively consent in writing to any action authorized to be taken by the committee, either before or after the action is taken,

the action shall be valid committee action as though it had been authorized at a meeting of the committee and the written consents shall be filed with the minutes of the proceedings of the committee.

ARTICLE V

Officers

Article V. Section 1. Chairperson of the Board.

The Chairperson of the Board shall preside at all meetings of the members and of the MSPSP Board of Directors. He/she shall be the chief executive officer of the Premier Program and shall have general and active management of the activities of the Premier Program, and shall see that all orders and resolutions of the Board are carried into effect in the Chairperson's absence. As Chairperson, he/she shall attend all MSYSA Delegate and Board meetings and report all program activities to the MSYSA Board of Directors. He/She shall execute all authorized conveyances, contracts, or other obligations in the name of the Premier Program except where required by law to be otherwise signed and executed and except where the signing execution thereof shall be expressly delegated by the MSPSP Board of Directors to some other officer or agent of the Premier Program. He/She shall assure all Premier Program MSPSP Board of Directors members and Committees have their duties completed in a timely and proper fashion. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, or in the adopted parliamentary authority.

Article V. Section 2. Vice Chairperson/Registrar.

The Vice-Chairperson/Registrar of the Board, in the absence of the Chairperson, shall preside at all meetings of the members and of the MSPSP Board of Directors. He/She shall represent the Program at all functions/meetings in the absence of the Chairperson. He/ She shall be the MSYSA Delegate for the Program. He/She shall be responsible,

along with the other members of the Board, for preparing the coaches packets that are handed out prior to the start of each season.

The Vice-Chairperson/Registrar shall keep a complete record of all teams and players for the purpose of player registration and team affiliation. He/She shall issue pass cards to each player, coach, assistant coach, and manager. He/She shall keep a count of all players and coaches. He/She shall provide a copy of all rosters to any member of the MSPSP Board of Directors requesting such copy and the MSYSA Registrar, and, shall notify all MSPSP Board of Directors upon request and the MSYSA Registrar of all changes in the team rosters. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.”

Article V. Section 3. Secretary/Treasurer.

The Secretary/Treasurer shall attend all meetings of the MSPSP Board of Directors and all meetings of the member leagues and/or team representatives, and shall record all votes and minutes of all proceedings in a form and manner specified by the MSPSP Board of Directors. He/She shall give or cause to be given, notice of all meetings of the member leagues and/or team representatives and any meetings of the MSPSP Board of Directors for which notice may be required, and shall perform such other duties as may be prescribed by the MSPSP Board of Directors or the Chairperson, under whose supervision he/she shall act. He/She shall execute with the Chairperson all authorized conveyances, contracts or other instruments in the name of the Premier Program except as otherwise directed by the MSPSP Board of Directors. He/She shall keep in safe custody the seal of the Program, if there is one, and affix or cause it to be affixed to any instrument requiring a seal. The

Secretary/Treasurer will have the responsibility of filing the Michigan Annual Report. He/She shall send out, to member leagues, team representatives, MSPSP Board of Directors members, and/or Committee members, all official correspondence from the MSPSP Board of Directors or any of its' Committees or members.

The Secretary/Treasurer shall have custody of the funds and securities of the Premier Program and shall keep full and complete records and shall deposit all moneys and other valuable effects in the name and to the credit of the Premier Program in such depositories as may be designated by the MSPSP Board of Directors. He/She shall disburse the funds of the Premier Program as may be ordered by the MSPSP Board of Directors, making proper vouchers for such disbursements, and shall render whenever The MSPSP Board of Directors may require it, an accounting of all transactions as Secretary/Treasurer and of the financial condition of the Premier Program. If required by the MSPSP Board of Directors, the Secretary/Treasurer shall give the Premier Program a bond in such sum and with surety or sureties as shall be satisfactory to assure the restoration to the Premier Program (in case of death, resignation, or removal from office) of all books, records, papers, vouchers, moneys, negotiable paper, and other property of whatever kind in his/her possession or under his/her control and belonging to the Premier Program.

The Secretary/Treasurer shall also be responsible for preparing any and all Federal and State tax returns. The Secretary/ Treasurer shall be responsible for preparing any and all papers regarding the Tax Exempt status of the Premier Program. He/She shall submit the financial records to the auditor within 30 days of the fiscal year end. The Premier Program's audited Financial Report shall be submitted to the MSYSA days 30 prior to the MSYSA AGM. He/She shall prepare the budget and recommend the registration fees for the approval of the MSPSP Board of Directors. He/She shall collect all application fees, moneys from sponsor(s), performance bonds, fines, or other miscellaneous income. He/She shall be responsible for the payment of all bills incurred

in the operation of the Premier Program and shall review and approve any expenses the MSPSP Board of Directors or Committee members may expend in the performance of their duties. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.

Article V. Section 4. Scheduler.

The Premier Scheduler shall be responsible, together with the MSPSP Board of Directors, for the divisional placement of all teams registered in the Premier Program. He/She shall make or cause to be made a schedule for the regular playing season for each division. The Premier Scheduler must approve any changes in the schedule. He/She shall issue any forfeits for games scheduled that are not played. He/She shall be the final approving authority in the determination of rescheduling disputes. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.

Article V. Section 5. Statistician.

The Statistician shall be responsible for making sure accurate and up to date standings are kept for all divisions. He/she shall be provided a report from the program administrator of all violation and suspension data gathered from game sheets. He/she will make sure all suspensions are served. He/she shall provide a report to the MSPSP Board of Directors with this data. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these

bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.

Article V. Section 6. Commissioner.

The Commissioner shall investigate all protests and issue a decision along with the MSPSP Board of Directors. He/She shall issue a report, in writing, to the MSPSP Board of Directors as to the disposition of every protest. He/She shall act as chairperson of the Disciplinary Committee when such special committee is in existence. He/She or his/her appointee shall preside at all Disciplinary Committee meetings and hearings. He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.

Article V. Section 7. Chairperson Emeritus.

The Chairperson Emeritus is the immediate past Chairperson of the MSPSP Board of Directors and shall provide advice and consul to the MSPSP Board of Directors and shall perform other duties as mutually agreed upon. The Chairperson Emeritus shall be an ex-officio non-voting member of the MSPSP Board of Directors.

Article V. Section 8. Referee Advisor.

The Referee Advisor shall receive all referee correspondence and make any necessary recommendations to MSPSP and/or the appropriate referee organization(s). He/she shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the MSPSP Board of Directors, by the MSPSP Chairperson, or in the adopted parliamentary authority.

ARTICLE VI
Fiscal Year and Notices

Article VI. Section 1. Fiscal Year.

The fiscal year of the Premier Program shall be July 1 through June 30.

Article VI. Section 2. Notices.

Any notice required by statute or by these Bylaws to be given to the member leagues and/or team representatives, to the Directors, or to any officers of the Premier Program, unless another requirement is provided herein or in any statute, shall be sufficient if given by depositing it in a United States post office box or receptacle in a sealed, postage paid wrapper, addressed to the member, trustee or officer at his/her last address as that appears on the records of the Premier Program, and the notice shall be deemed to have been given at the time of the mailing. Notices may also be sent electronically as indicated in Article VII, Section 2.

ARTICLE VII
Electronic Communication

Article VII. Section 1. Meetings.

The MSPSP Board of Directors and all committees and subcommittees shall be authorized to meet by telephone conference or through other electronic communications media so long as all the members can simultaneously hear each other and participate during the meeting.

Article VII. Section 2. Communication.

Unless members indicate otherwise to the MSPSP office, all communication required in these bylaws, including meeting notices, may be sent electronically.

**ARTICLE VIII
Miscellaneous**

Article VIII. Section 1. Affiliation.

The Premier Program shall be an Affiliated member of and comply with the authority of the Michigan State Youth Soccer Association, the United States Youth Soccer Association and the United States Soccer Federation. Except where restricted or prohibited by law, these bylaws are superseded by the requirements of the United States Youth Soccer Association.

Article VIII. Section 2. Duties of Delegates.

Delegates should regularly meet with all team coaches sponsored by their League. All team profiles, team rosters, team information sheet, and player registration forms will be distributed through the league delegate. The delegate will be responsible to return all registration information to the Premier Program for the teams they are sponsoring at the Registration meeting.

Article VIII. Section 3. Activities.

In the accomplishment of its purposes and exercise of its powers, no part of the assets, funds or income of the Premier Program shall inure to the benefits of any private individual, corporation, contributor or member as earnings or dividends of the Premier Program. No substantial part of the activities of the Premier Program shall be carrying on of propaganda or otherwise attempting to influence legislation or other political action.

The Premier Program shall not participate or intervene in any political campaign or publish or distribute any statement or spend any funds on behalf of any candidate for public office. The accomplishment of its purpose and exercise of its power by the Premier Program shall be in conformity with the requirements of Act 54, Michigan Public Acts of 1963 an amended or supplemented by State or Federal Legislation.

Article VIII. Section 4. Gifts.

The MSPSP Board of Directors, the Chairperson, or any person expressly so authorized by the MSPSP Board of Directors may accept gifts on behalf of the Premier Program for the general purposes of the Premier Program, but no conditional contribution, gift, bequest or devise for the purpose more restricted than the general purposes of the Premier Program shall be finally accepted without prior approval of the MSPSP Board of Directors.

Article VIII. Section 5. Dissolution.

Upon liquidation and /or dissolution and winding up the affairs of the Premier Program, whether voluntarily or otherwise, and after payment of all debts and liabilities of the Premier Program, the assets of the Premier Program remaining in the hands of the MSPSP Board of Directors shall be distributed, transferred, conveyed, delivered and paid over to the MSYSA.

Article VIII. Section 6. Discrimination.

Girls teams, boys teams, and coed teams (which shall be considered a boys team) shall be established on an equal basis.

ARTICLE IX

Amendments, Rules, and Regulations

Article IX. Section 1. Amendments.

These bylaws may be altered or repealed or new bylaws in lieu thereof by a two-thirds vote of the affiliated leagues at the MSYSA general membership meeting with votes being cast in the same ratio as used for MSYSA business. Unless otherwise provided, any amendment to the bylaws of MSPSP is effective on that July 31 that occurs immediately after the amendment is adopted.

Article IX. Section 2. Rules, Regulations, and Policies.

The Rules, Regulations and Policies of this Premier Program as now established and as hereafter amended may be altered, repelled, or new Rules and Regulations, and Policies may be adopted in lieu thereof by a majority of the voting MSPSP Board of Directors then in office and present at a meeting of the MSPSP Board of Directors, if a notice of the proposed alteration, repeal or substitution is contained in the notice of the meeting and the proposed alteration, repeal or substitution is approved by the affiliated leagues at the MSYSA annual general membership meeting with votes being cast in the same ratio as used for MSYSA business.