

PORTSMOUTH CITY SOCCER CLUB, INC.

BY-LAWS

Established 3/1/97, as a voluntary association, Revised 12/7/97, 11/3/98, 5/24/99, 11/26/00, 5/7/02, 10/8/03, 2/21/06, 9/25/06, 6/09/09, 2/16/10, 11/9/10, 8/02/11, 3/20/13, 4/23/14, Incorporated 8/7/20, Revised 9/2/2020, Revised 4/20/2022

Article I – Name and Offices

- 1.1 The name of this soccer club is the Portsmouth City Soccer Club, Inc., also known as Portsmouth City Soccer Club or PCSC. The principal office of PCSC shall be in Portsmouth, NH.

Article II – Purpose

- 2.1 To serve and promote athletic and recreational activities, and more specifically to foster, encourage, and engage in the teaching and playing of the sport of soccer for the youth of the greater Portsmouth, New Hampshire geographic area, with focus on the community of Portsmouth, as well as Newington, New Castle, and Greenland; and to foster and promote the qualities of physical fitness, competitive spirit, and team play by providing soccer instruction to its players and members and any other purposes permitted by New Hampshire RSA chapter 292.

Article III – Record Keeping

- 3.1 There shall be kept, at a location designated by the Board of Directors, records of Membership and complete accounts of the activities and transactions of PCSC. These shall include, but are not limited to, a minute book, copy of PCSC by-laws and all amendments. Such records may be kept electronically.

Article IV – Meetings

- 4.1 The annual meeting shall be held in the month of January, February, or March at a convenient time and place as determined by the Board of Directors. Other meetings of the Board of Directors shall take place at the call of the President, or any 3 members of the Board of Directors, as is necessary to conduct business, but on

approximately a monthly basis. Any meeting may be held by electronic means if approved by the Board of Directors at least 3 days prior to the meeting. Electronic meetings include those held by video (preferred) or by teleconference. A quorum is necessary to conduct any business of the Board of Directors and shall consist of a majority of the then sitting members of the Board of Directors.

Article V – Membership

- 5.1 There shall be two classes of Membership in PCSC:
- (a) Voting Members shall be members of the Board of Directors, which is comprised of the four officers elected by the Board, and not less than 1, nor more than 8, other Board members.
 - (b) Non-voting members shall be PCSC volunteer coaches and the parents of PCSC players.

Article VI – Board of Directors

- 6.1 The Board of Directors shall consist of not less than 5, and not more than 12 members. Members of the Board of Directors shall serve as Officers consistent with this Article.
- 6.2 Officers of PCSC shall be the President, Vice President, Secretary, and Treasurer.
- 6.3 Duties of Officers and Board Members:
- (a) **PRESIDENT:** Shall preside over all meetings of the Board and perform other duties as assigned by the Board. The President shall be authorized to sign all checks. At the Board's discretion, it may elect 2 Board members as co-Presidents.
 - (b) **VICE PRESIDENT:** Shall perform duties of the President, if required, attend all league meetings (or designate another board member to do so) and other duties as assigned by the Board. The office of Vice President may be vacant if the Board elects 2 Board members as co-Presidents.
 - (c) **SECRETARY:** Shall take minutes of the Board. Shall give notice of all meetings and shall maintain all official records. Shall perform other duties as assigned by the Board.
 - (d) **TREASURER:** Shall collect, receive, disburse and record all PCSC funds. Shall keep full and accurate accounts of receipts and disbursements. Shall

deposit all moneys in the name of PCSC. Shall be authorized to sign all checks. Shall render to the Board an account of all transactions and prepare or cause to be prepared any annual tax filings for PCSC. Shall perform other duties as assigned by the Board.

- (e) **REGISTRAR (as appointed by the Board):** Shall coordinate and submit registration fees and material for all PCSC players, coaches, Board Members and volunteers in accordance with the State of New Hampshire and League rules and regulations. Shall maintain official records for all PCSC Teams. Shall perform other duties as assigned by the Board.
- (f) **GENERAL BOARD MEMBERS:** Shall perform duties as assigned.

6.4 Terms of Office and Vacancies:

- (a) Board members shall be elected by the Board of Directors to 2-year terms from nominations by the existing Board of Directors or from the non-voting members of PCSC, ideally with terms being offset such that the terms of approximately 50 percent of the Board members expire at an Annual Meeting. Nominations shall be made at least thirty (30) days prior to the Annual Meeting.
- (b) The election of Board Members shall occur at the PCSC Annual Meeting.
- (c) Vacancies on the Board, including those of unexpired terms, shall be filled by a vote of the majority of the Board of Directors from nominations from the Board of Directors made at any regularly scheduled meeting of the Board.

6.5 Removal from office:

- (a) Removal of a Board member requires a two-thirds vote of the then sitting Board members. The Board member subject to the removal vote shall not be entitled to vote on any motion to remove.
- (b) A Board member may be removed for good cause, which includes, but is not limited to, more than 3 absences from Board meetings in any 12 month period, behavior that is detrimental to PCSC, and actions that are inconsistent with the purpose of PCSC.

6.6 Coordinators and Non-Board Positions:

- (a) The Board may appoint advisors to the Board as necessary. Advisors shall be non-voting members of the Board.
- (b) The Board, when possible, shall appoint, oversee, and define the job descriptions for the following coordinators, which may be members of the Board, or non-members:

- Director of Coaching and/or Coaching Coordinators;
- Director of Training;
- Equipment Coordinator;
- Field Coordinator;
- Website Coordinator;
- Uniform Coordinator,
- Sponsorship Coordinator, and
- Merchandise Coordinator.

Article VII – Amendment and Waiver

- 7.1 These by-laws may be altered, amended or repealed by vote of the Board of Directors as set forth in this Article.
- 7.2 Notice of amendments must be given to all Board members no less than ten (10) days prior to a meeting for the purpose of altering or amending these by-laws.
- 7.3 All amendments must be approved by a vote of the majority of the then sitting members of the Board of Directors.
- 7.4 The provisions of Articles VIII, IX, and X may be waived by the Board when it determines special circumstances exist and where to do so is consistent with the general purpose of PCSC. Such waiver may be approved by a vote of a majority vote of the Board at a meeting where a quorum is present.

Article VIII – Coaches

- 8.1 All PCSC coaches and assistant coaches must be approved by the Board. All PCSC teams must have an assistant coach. All coaches and assistant coaches shall serve at the pleasure of the Board. The Board may contract for the provision of professional or paid coaches to act as head coaches or to supplement volunteer coaches for any PCSC team.
- 8.2 The Board will intercede with respect to a coach's actions when the Board determines that the coach's team, its players, PCSC or the league may be adversely affected by the actions of a coach or assistant coach i.e., abusive language,

cancellation or forfeiture of a game, failure to follow policies set by the Board and League, or any other action or inaction detrimental to the players of PCSC.

- 8.3 Team Coaches must meet minimum licensing requirements set forth by the League. Coaches are encouraged to attain higher certifications. The certification cost will be paid by the PCSC subject to the availability of funds, up to and including an “E” license.
- 8.4 Coaches must meet all certification and training programs as required by the League, US Club Soccer, or other governing bodies where applicable.
- 8.5 Coaches shall report to the Director of Coaching and any coaching coordinators appointed by the Board of Directors.

Article IX – Discipline Code

- 9.1 Any player or coach receiving two (2) yellow cards or one (1) red card during a season is subject to review by the Board. Disciplinary action above and beyond that imposed by the League, up to and including expulsion from PCSC, may be taken at the discretion of the Board.
- 9.2 All Coaches must keep track of all red/yellow cards issued to players/coaches and report to the Director of Coaching, or if there is no Director, a coaching coordinator, within 48 hours upon receipt of the infraction.
- 9.3 Habitual absenteeism from practices or games by a player may subject that player to dismissal from the team upon approval by the Board. Notification of any such action shall be provided to the parent/guardian of the affected player by the President or the President’s designee.
- 9.4 Habitual use of abusive language and/or behavior by any player, coach or parent/guardian of any player, coach, or game referee shall subject that player, coach, or parent/guardian of a PCSC player to dismissal from the team, banning from attendance at games, or expulsion from PCSC by vote of the Board of Directors. Any person subject to such action shall have the right to appear before the Board of Directors to request a reconsideration of the Board’s vote.

- (a) Players and parents/guardians wishing to appeal any action taken regarding a player by a PSCS coach shall first bring their appeal to the Director of Coaching or, if there is no Director of Coaching, to the coaching coordinator for the team at issue. If they are dissatisfied with the result of such appeal, then the appeal may be brought to the Board. The Board shall have the option to decline to hear any appeal in its sole discretion.
- (b) Appeals to the Board must be submitted in writing specifying all pertinent information within five (5) days of the complained of action.
- (c) In the event of an appeal by a player, parent, or guardian pursuant to section 9.4(a), a written statement from the player's coach will be required before any action by the Board.

Article X – Club Policy

- 10.1 The primary season for PCSC shall be the fall league season. Entering PCSC teams for any other seasonal play shall be determined by the Board in its discretion.
- 10.2 On an annual basis, the Board shall determine the nature and extent of any assessments or tryouts for the fall league season. The time, date, and place for tryouts and assessments shall be determined by the Board. The Board may waive an assessment or tryout for any team if it determines that it is not required for that team.
 - (a) When a tryout or assessment is scheduled for a team, all players seeking a place on that team must attend the tryout or assessment unless excused by the Director of Coaching (or any coaching coordinator should there be no Director of Coaching).
 - (b) Any player who is excused from a tryout or assessment may be required to attend an individual tryout or assessment in the discretion of the Director of Coaching or a coaching coordinator for the team at issue.
 - (c) Age eligibility for tryouts is determined by the player's age as of January 1st in accordance with League rules with the following exceptions:
 - (1) A player will be allowed to move up (to an older team) one age bracket for the tryout or assessment only if the move up places the player in a group that is primarily made up of players in his/her grade.
 - (2) The player must make the choice at registration.

(3) If the player chooses to move up and does not make the team, then he/she will be placed at the bottom of the waiting list for the player's age-appropriate group.

(4) PCSC Board may approve requests by a parent to move a player up a single age bracket.

(d) Due to the expected commitment of PCSC players, all Club players must make every attempt to attend all practices and games. Regular and frequent absences for reasons related to other activities may be reflected in playing time or removal from the team.

(e) Selection of teams and divisions will be determined as soon as practicable after tryouts or assessments and as required for registration with any Travel League.

(f) All teams will be named Portsmouth City Soccer Club.

10.3 Board members are expected to attend team tryouts or assessments.

(a) The Board will appoint a coordinator to coordinate PCSC tryouts or assessments.

(b) PCSC players shall be selected based on soccer skills, teamwork, field position, knowledge of the game, team composition, and any factors deemed relevant by the Director of Coaching, the coaching coordinators, and the Board of Directors.

10.4 No PCSC team shall be selected and formed until a coach has been located for the team and approved by the Board. In the discretion of the Board, players may not be selected for a team, or a team may not be formed, even if sufficient players exist for a team.

10.5 Registration fees shall be determined by the Board.

10.6 Eligible Players: Players of PCSC must be residents of Portsmouth, Greenland, Newington, or New Castle, unless an exception is approved by vote of a majority of the Board of Directors. Once a player is approved by exception to tryout for PCSC and is selected to a PCSC team, no further vote of the Board of Directors will be required for that player to tryout and to continue to play for PCSC in subsequent years.

(a) PCSC team roster size shall be determined in accordance with League rules. Roster size does not have to reach maximum size as stated by the League.

- (b) Coaches will not be permitted to “hold” positions or have unfilled spots on the roster with the intent to fill them later in the season.
- (c) If there are not enough eligible players to complete a roster the coach may come to the Board for approval for recruitment outside of the towns of Portsmouth, Greenland, Newington or New Castle. Recruitment from outside of the PCSC towns identified in these By-Laws shall comply will League rules.
- (d) Double-Rostering, if allowed by League rules, may be used to complete a roster as determined by the Board. A child may only double roster within their age group or in a higher age group. A girl can double roster for a boy’s team if allowed by League rules. In case of any conflicts with schedules for a double-rostered child, that child must play for their primary team.
- (e) Players of a given age level may be double rostered to play on any other PCSC team for that age level, or an older age group, if allowed by League rules. Double rostering within PCSC will be determined by the Board of Directors and the Director of Coaching and/or coaching coordinators. Players who seek to be double rostered with a team other than a PCSC team must obtain the approval of the Board of Directors and the Director of Coaching and/or coaching coordinators and the League if required. Factors to be considered include, but are not limited to, those stated in Article 10.2 (d) and whether all players who tried out for an age level were able to be placed on either a team with PCSC.
- (f) Where League rules allow, players may be moved from one roster to another roster to recognize changing skill levels as well as player and team development. Any change must be approved by the Director of Coaching, or if there is no Director at the time, by the coaching coordinator for the affected teams.

- 10.7 In the event of team vacancies after the team has begun practicing together, a coach must notify the Board of his/her intent to add players. Players may be added to the team to fill vacancies within the guidelines of the applicable soccer League.
- (a) If there were no cuts at tryouts, potential players that meet age requirements may simply be added to the team roster without a formal try out.
 - (b) If players had been cut at tryouts and new potential players are being considered (players that were not at the original tryouts but that now meet age and residency requirements) then the previously cut players from the original tryouts must be contacted and given the opportunity to participate in the new selection process.
 - (c) A player who tries out for a team and is placed on the waiting list will not be allowed to move up to join an older team.

10.8 In the spirit of developing each and every player within PCSC, as outlined in Article II, the following standards regarding playing time shall be applied:

U-9 and U-10: over the course of the season, all players shall receive as close to equal playing time as possible;

U-11 and U-12: over the course of the season, each player shall, on average, participate in on-field play in no less than 40% of the team's applicable playing time;

U-13 and U-14: over the course of the season, each player shall, on average, participate in on-field play in no less than 33% of the team's applicable playing time.

Notwithstanding the foregoing, playing time may be limited at the discretion of the coach if behavioral, attendance, or other club/team policies are not adhered to.

In the spirit of consistency and cooperation and whenever applicable, League policy and guidelines will be observed.

Article XI – Committees

11.1 The Board will appoint committees for fundraising and other activities as necessary.

Article XII – General Provisions

12.1 No part of the earnings of PCSC shall benefit or be distributed to its members or other private parties except for official Club business.

12.2 PCSC will participate in a program of background checks for all coaches as required by US Club Soccer or US Soccer for member clubs and abide by all National, State, and local league by-laws and rulings.

12.3 Dissolution Clause: Upon dissolution of this Corporation, the corporate 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 Federal Tax Code, or shall be distributed to the City of Portsmouth, New Hampshire Recreation Department for a use consistent with the purposes of the Corporation.

12.4 Conflict of Interest: PCSC shall follow the conflict of interest provisions of NH law, including RSA 7:19-a regarding conflicts of interest for its officers and board members. The Board will comply with all requirements of New Hampshire law regarding non-profit organizations and conflicts of interest and the New Hampshire requirements are incorporated into and made a part of this statement.

As Last Amended April 20, 2022:

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER

BOARD MEMBER