

**Constitution of Brentwood Area Soccer Association (BASA)
(Amended July 2000)**

Article I: **Name**

This Association shall be known as the Brentwood Area Soccer Association and shall be hereafter referred to as "BASA".

Article II: **Purpose**

The purpose of the BASA shall be to develop, promote, and administer the game of soccer for those in the Borough of Brentwood and the neighboring communities.

The BASA is organized and operated exclusively for the above stated purpose and other related non-profit purposes, and no part of any earnings or income shall inure to the benefit of, or be distributed to its members, officers, or other private parties, except that BASA shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose defined herein.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the internal revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

This corporation is organized exclusively for charitable purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

Article III: **Affiliation**

The BASA shall be an affiliate of the Pennsylvania West Soccer Association, hereinafter known as Pa West, and has been constituted as a Youth Soccer Association defined in the United States Youth Soccer Association (USYSA) Constitution. The BASA shall be subject to the authority of the Pa West, the United States Soccer Federation, hereinafter known as USSF and the Federation Internationale de Football Association, hereinafter known as FIFA.

Article IV: **Government**

The BASA shall be governed by its Constitution, By-laws, and Rules and Regulations. BASA shall retain its own autonomy, but will adhere to the Constitution, By-laws, and Regulations of Pa West in all matters pertaining to interstate, regional, national, and international competition, or in other competitions sponsored by Pa West.

Article V: **Membership**

Membership in BASA shall be open to any resident of Brentwood and neighboring communities. Any team, club, or association applying for membership shall do so in accordance with the procedures defined in the by-laws or regulations created for such purposes by the Board of Directors.

Each adult resident accepted for membership and otherwise in good standing shall be entitled to voting rights at any general or special meeting of the membership of BASA.

Members will not be considered in good standing unless: a) all of their dues are paid in full at the time notice for the meeting is mailed to the members.

The acceptance of membership obligates the member to comply with the provisions of the constitution, By-laws, and the Rules and Regulations of BASA. Penalties for violation thereof shall be as provided in the By-laws.

All teams, clubs, and associations within the territorial jurisdiction of Pa West shall be deemed non-affiliated organizations. Members of Pa West shall not play soccer games against non-affiliated organizations without the prior approval and authorization of the Board of Directors of Pa West.

Article VI: **Fees**

Members shall pay annually a membership fee to BASA which shall be assessed on a seasonal (fiscal) year basis and shall be defined as provided in the By-laws.

Article VII: **Seasonal Year**

The Seasonal (fiscal) Year of BASA shall begin on August 1 and end on July 31 of the following calendar year. The Constitution, By-laws, and Rules and Regulations shall be in effect during the entire twelve (12) months of the Seasonal Year.

BASA shall distribute its income for each Seasonal (Fiscal) Year at such time and in such manner so as not to become subject to the tax on undistributed income imposed by Section **4942** of the Internal Revenue Code of **1954 (26 USX 4942)** or corresponding provisions of any subsequent Federal Tax Law.

The BASA shall not:

1. Engage in acts of self-dealing as defined in Section **4941 (d)**, Internal Revenue Code of **1954**,

OR

2. Retain any excess business holdings as defined in Section **4943 (d)**, Internal Revenue Code of 1954,

OR

3. Make any investments in such a manner as to subject it to tax under Section **4944**, Internal Revenue Code of 1954, make any taxable expenditures as defined in Section **4945 (d)**, Internal Revenue Code of 1954, or any corresponding provisions of any subsequent Federal Tax Laws.

Article VIII: **Board of Directors**

The government of BASA, with the authority set out herein and in the By-laws, shall be vested in a governing body known hereafter as the Board of Directors, or the Board.

The board shall comprise eleven (11) directors elected by a simple majority at the Annual General Meeting (AGM).

At the first meeting of the Board of Directors, following the Annual General Meeting, the directors shall elect, by simple majority, from among the elected directors, persons to fill the officer positions of:

- President
- Vice-president
- Secretary
- Treasurer
- Registrar
- Six (6) Directors

The officers will be elected, by simple majority of the Board of Directors. Only elected directors will be eligible to fill officer positions.

Individuals may be appointed to the following positions by a majority vote of the eleven (11) elected officers of the Board as the need arises.

- Referee Administrator
- Field manager
- Public Relations Officer
- Purchasing Officer
- Field Coordinator
- Commissioner of traveling teams
- Commissioner of in-house league
- Fund Raising Coordinator
- Equipment Manager

The Board shall meet as provided in the By-laws.

Board members whether elected or appointed, shall serve from August 1 of a seasonal year to July 31 of the succeeding seasonal year.

Board members shall be appointed for a term of three (3) years. This term may be extended for an additional three (3) years by unanimous vote of the other members of the Board. Board members may also be removed from office and relieved of all duties by a majority of vote of a quorum meeting of the board of directors provided notice of the proposed removal is given in the call of the meeting.

The duties and responsibilities of the Board members both individually and collectively shall be as provided in the By-Laws.

Any vacancies occurring on the Board during the Seasonal Year shall be filled by appointment by a majority vote of the remaining members of the Board of Directors. Such new Board members arising from vacancies shall continue in office until the end of the Seasonal Year (July 31) in which they were appointed.

Article IX: **General Meetings of the Membership**

There shall be one (1) general meeting of the membership during each Seasonal Year, and it shall be designated as the Annual General Meeting.

The Annual General Meeting shall be called by the President, with the concurrence of the Board, toward the end of each seasonal year, but no later than July 31 of the Seasonal Year.

Special meetings of the membership, as may be required from time to time, may be called by the President, with the concurrence of the Board.

With respect to all meetings, notification to all members in good standing (as per Article V, third paragraph) shall be given not less than fifteen (15) days in advance of the scheduled date.

The order of business at all general and special meetings shall be as follows:

1. Call to order
2. Reading of the minutes of the last meeting
3. Acceptance of minutes
4. Reports of the Treasurer, Secretary, Registrar, and Committees
5. Unfinished business
6. Proposals for amendments to the Constitution and By-laws
7. Election of Officers (for the Annual General Meeting)
8. New Business
9. Adjournment

The presence of ten (10) members in good standing, which can be Board Members as well, shall constitute a quorum. Voting by proxy shall not be allowed. Hereafter reference to a voting membership assumes adherence to a quorum.

Directors elected at the Annual General Meeting shall take office on August 1 of the next Seasonal Year.

At the first meeting of the Board of Directors, following the Annual General Meeting, the directors shall elect, by simple majority, from among the elected directors, persons to fill the officer positions of President, Vice-president, Secretary, Treasurer and Registrar.

Article X: **Amendments**

The Constitution may be amended or repealed, in whole or in part, in the manner provided for in the By-laws.

Article XI: **By-laws**

By-laws will be hereafter adopted that may be amended or repealed, in whole or in part, in the manner provided therein.

Article XII: **Dissolution**

Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501 (c) (3) of the Internal Revenue Code.

By-laws of Brentwood Area Soccer Association (BASA)

Chapter 1.0 Application for Membership

1.1

All applications for membership and renewal of membership shall be submitted in writing to the BASA Secretary, on the form prescribed by the board.

1.2

Membership and registration forms, as prescribed by the Board, shall be submitted to the BASA Registrar by the following dates, if the member and their children wish to participate in the BASA playing program:

*For the Fall season, August 1 of the prior Seasonal Year.

*For the Spring season, February 15 of the Seasonal Year

1.3

Late registration will be considered by the Board, only for extenuating situations, on a case-by-case basis.

1.4

Cut-off dates for age group classification for the Seasonal Year shall be August 1st of that Seasonal Year (example: for the 1996 - 1997 seasonal year, August 1, 1996).

Chapter 2.0 Membership Voting Rights at Membership Meetings

2.1

Each adult member in good standing shall have voting rights at all special and general membership meetings, including the Annual General Meeting.

Chapter 3.0 Fees

3.1

The BASA is required by Pa West to collect a fee from each and all players registered with BASA. This fee, in an amount defined by Pa West, is non-discretionary on the part of BASA and is subsequently paid in total by BASA to Pa West. This fee is due and payable upon player registration.

3.2

The Board of BASA shall have discretionary power to set fees for the succeeding Seasonal Year based upon a Budget for the succeeding Seasonal Year to be approved by the Board prior to May 31st of the current Seasonal Year. Notice of the fees (with the exception of tournament fees or performance bonds) which will be levied for the succeeding Seasonal Year shall be sent to all members at least 30 days prior to the Annual General Meeting of the membership, together with a copy of the approved budget. No additional fees may be levied, nor fees increased, following the notification to the membership as aforementioned, except by a majority vote at a meeting of the membership.

3.3

All members shall be assessed an annual affiliation fee as established by the board for the succeeding Seasonal Year. Such fee is due and payable on application for membership as provided in Chapter 1 of the By-laws, and no membership rights including playing privileges will be permitted until such fee is paid.

3.4

The Board may assess a player registration fee on each player registered by a member with the BASA for a Seasonal Year. The Board may, at its discretion, levy a different fee rate for those players being registered for Pa West sponsored competitions (and requiring full formal

registrations) than for those players not registering for Pa West sponsored competition. All such player registration fees are due and payable on registration of the player. The Board may at its discretion assess other fees on members provided notice of such fees is provided to the members as provided in Chapter 3.2.

3.5

Subject to the discretion of the board, failure to pay due fees at the stipulated time without a waiver in writing will result in a suspension of all membership rights and privileges for the rest of the Seasonal Year.

Chapter 4.0 The Board of Directors, Authority and Responsibility

The Board of Directors shall be responsible for, and have the final authority except as otherwise provided, for:

4.1

Enforcing and interpreting the Constitution, By-laws, and Rules and Regulations of this Association.

4.2

Defining and establishing all Rules and Regulations for this Association

4.3

The creation of standing committees, such as Membership, Budget and Audit, Rules, Appeals, and Discipline Committees.

4.4

Establishing an approved budget for the succeeding Seasonal Year, and stipulating all fees levied on the membership for the succeeding Seasonal Year.

4.5

Review and approve all actions of the standing committees, when a decision of such entities is appealed to the Board as provided in these By-laws.

4.6

Recommendation of potential officers for the Annual General Meeting.

4.7

Establishing temporary rules and regulations for specific cases not provided for elsewhere, but which are deemed necessary by the Board to carry out the objectives of the Association.

4.8

Review of the Constitution, By-laws, and Rules and Regulations of this Association to ensure consistency with the provisions of affiliate organizations, to remedy inequities or inconsistencies, and to recommend to any general or special meeting of the membership desirable changes to the Constitution or By-laws.

Chapter 5.0 Elected Officers, Duties and Responsibilities

5.1 President

The President shall conduct, as Chairman, all meetings of the Board of Directors, and all general and special meetings of the membership.

The President may act on behalf of the Board when he/she deems it necessary, subject to later ratification by the Board. The President shall have one vote at all meetings.

5.2 Vice-president

The Vice-president shall assume all duties of the President in the absence of the President.

5.3 Secretary

The Secretary shall be responsible for keeping an accurate record of all meetings of the Board and meetings of the membership, and for distribution of all minutes to members of the Board and membership as shall be required.

The Secretary shall handle all correspondence, give notice of all meetings, and maintain all the files of the association, except those records maintained by the Treasurer or Registrar.

5.4 Treasurer

The Treasurer shall keep detailed accounts of all financial transactions of the Association and such accounts shall be produced by the Treasurer on demand by the Board. The Treasurer shall collect all debts and fees owed to the BASA, shall give a receipt for all collections, and shall deposit all such collections in a recognized bank account in the name of the BASA. The treasurer shall pay by check all bills or obligations of the BASA as approved by the Board, and such check shall bear the signature of the Treasurer and either the President, the Vice-president, or the Secretary. The Treasurer shall report on the financial status of the BASA at all meetings of the Board, and at all meetings of the membership.

5.5 Registrar

The Registrar shall keep a complete record of all teams and players for the purpose of player registration, team affiliation, voting and fee assessment, and shall provide such records or summaries thereof to the Treasurer and the Board as may be necessary for the performance of their duties.

Chapter 6.0 Meetings of the Board of Directors

6.1

The Board may meet quarterly in each Seasonal Year or at other times upon the request of the President, or if requested by one third of the Board.

6.2

A majority of the membership of the Board shall constitute a quorum for the conduct of all business.

6.3

Each member of the Board shall be entitled to cast one vote on any matter of business before the Board.

Chapter 7.0 Disciplinary Actions and Appeals

7.1

The Board shall have the right and authority to suspend, expel, or otherwise discipline any individuals (player, coach, manager, assistant, official).

7.2

The right and authority of the Board to take such actions shall apply where any individual or member of BASA has violated the Constitution, By-laws, or Rules and Regulations of BASA. Such action may be based either upon an original complaint or upon the Board's own action,

7.3

Annually, at the beginning of each seasonal year, the Board will appoint at least three BASA members to a standing Appeals and Discipline Committee. These persons shall not be Board Members. Each members of this committee upon appointment will be provided with a current copy of BASA Constitution, By-laws, and Rules and Regulations so as to become familiar with the content. The function of the committee will be to rule on matters of discipline or dispute pertaining to BASA members, players, coaches or staff. The committee will use the Constitution, By-laws and Rules and Regulations as the basis for its decisions.

7.4

All matters of discipline and dispute regarding BASA players, members, coaches, or others with supervisory roles will first be evaluated and resolved by the Appeals and Discipline Committee. The involved party/parties will first submit a request for a hearing to the chairman of the committee, along with pertinent information. After this request is submitted the committee will meet with the involved parties, within a reasonable amount of time. At this meeting all parties shall have the right to present information to the committee. The committee shall then make a ruling on the issue and make a recommendation to the Board for action as aforementioned in 7.1 and 7.2.

7.5

If the decision of the Appeals and Discipline Committee as discussed in 7-5 is not acceptable to an individual or involved party, that person may appeal the decision to the BASA Board within 15 calendar days of the decision. The party will submit a written request for an appeal hearing to the President of the Board, along with the reason for not accepting the decision of the Appeals and Discipline Committee. The President will schedule a hearing whereby the involved party/parties will have the opportunity to submit matters in defense, rebuttal, mitigation, or extenuation to the allegations before the Board. All decisions of the board in such an appeal are final and binding.

Chapter 8.0 Amendments

8.1 Amendment, repeal, or suspension of the By-laws.

The By-laws may be amended, repealed, or suspended, in whole or in part, by a two-thirds vote of the votes eligible to be cast by members in good standing at any duly called meeting of the membership of BASA. Proposals for amendment or repeal of the By-laws must be made in writing and submitted to the Secretary of BASA at least forty-five (45) days in advance of such meeting, so as to permit all members prior consideration of the proposals thirty (30) days in advance of the meeting.

Chapter 9.0 Miscellaneous Provisions

9.1

Roberts' Rules of Order shall be deemed to be adopted at all meetings conducted by the Association unless otherwise agreed to by the members present, the suspension of which shall be in accordance of Roberts' Rules of Orders.

9.2

All Board members, all adult standing committee members, all coaches and assistant coaches, or any adult BASA member having supervisory contact with youth players other than their own children shall annually, prior to engaging in these listed activities certify in writing that they have not been convicted of any misdemeanor or felony. Such certification shall be kept on file by the Registrar.