

Ka'oi Athletic Club By-laws

Article 1 – Name

This not-for-profit organization shall be known as the Ka'oi Athletic Club, hereinafter referred to as Ka'oi.

Article 2 – Purposes/Goals

The purpose of Ka'oi is to encourage participation of boys and girls primarily domiciled in the Central/Leeward area of Oahu in the sport of soccer, and to enhance their skills and knowledge of the game, although players/teams primarily domiciled elsewhere will not be excluded on a geographical basis.

- 2.1** Ka'oi shall unify and uphold the standards of FIFA and USYSA rules and regulations in each of their teams.
- 2.2** Ka'oi shall provide support necessary to the local organization known as the Hawaii Youth Soccer Association.
- 2.3** Ka'oi shall exemplify and demonstrate a unified, positive image to the community and other soccer clubs.
- 2.4** Ka'oi shall do all of the above in the most economical manner, so as to provide a cost-effective, economical alternative in the field of club soccer on Oahu.
- 2.5** Ka'oi shall charge training fees, to be determined by the Executive Board, for the purpose of compensating the Director or Directors of Coaching. The Director of Coaching shall be responsible for training member players and coaches, and such other duties as determined by the Executive Board. The Executive Board may determine what membership fees must be paid by each player or team for purposes of offsetting costs for practice fields or any other administrative costs borne by Ka'oi in the process of fulfilling its purpose as stated in this Article. Coaches may submit receipts for bona-fide expenditures in support of his/her team to the team financial officer for reimbursement out of team funds collected for that purpose. Free-will gifts may be made to any coach in Ka'oi by any player or that player's family, as

long as the gift has been bestowed without compulsion from the team or the coach.

Article 3 – Powers and Responsibilities

- 3.1** Ka'oi shall recommend and provide direct input to the local organization (HYSA) regarding policies and position statements that affect soccer and its players.
- 3.2** Ka'oi shall provide input to HYSA and the Oahu League by appointing members to sit on the HYSA and Oahu League Board, who will provide communication to and from the club and speak for its members and the soccer community.
- 3.3** Ka'oi shall unify all of its members and provide support in order that soccer can be learned and enjoyed.

Article 4 – Membership

- 4.1** Membership shall be considered for any player expressing an interest in soccer.
- 4.2** Teams will be established according to FIFA and USYSA rules and regulations and follow its age requirements, contingent on approval by a two-thirds majority of the voting members of the Executive Board present at a duly authorized meeting of the Executive Board. Teams seeking entry into Ka'oi will be allowed entry by similar action by a two-thirds majority of voting members of the Executive Board present at a duly authorized meeting of the Executive Board.
- 4.3** Members shall be players and their respective families (parents, siblings).
- 4.4** Coaches shall be members.

Article 5 – Rights of Members

- 5.1** Members of this group shall have the right to volunteer to be nominated to hold office.

- 5.2** Members of this group shall have the right to volunteer to sit on the HYSA Board. Such volunteers serve at the pleasure of the Executive Board and may be replaced by a majority vote at any duly authorized meeting of the Executive Board.
- 5.3** Members of this group shall have the right to receive a copy of minutes of all meetings (with the exception of portions held in executive session) through the team's coach.
- 5.4** Members of this group shall have the right to make recommendations or suggestions during meetings in the normal conduct of the Agenda.
- 5.5** Each team shall have one (1) vote on the Executive Board, as provided in Article 7.4.
- 5.6** All adult members shall have the right to attend Executive Board meetings.

Article 6 – Responsibilities of Members

- 6.1** The members of this group shall have meetings as scheduled.
- 6.2** Members shall be active participants in the discussions prior to decision-making of the Executive Board.
- 6.3** Mature behavior and exemplary conduct will be practiced by coaches, parents, players and officials of Ka'oi. Their relationship with all members must be of the highest ethical and moral standards and be based upon concern and just principles that ensure that equitable treatment prevails in all circumstances.
- 6.4** Members should participate in all activities and functions held by Ka'oi.
- 6.5** Members shall uphold a unified, positive image for the community. Any member whose conduct is found in violation of this provision may be removed from Ka'oi by majority vote of the Executive Board at a duly authorized meeting of the Executive Board, or may be subject to irrevocable disciplinary action by the Executive Board, on a case-by-case basis.

Article 7 – Officers and Duties

7.1 There shall be an Executive Board consisting of club Officers and coaches.

a. All affairs of Ka’oi shall be directed, managed and controlled by the Executive Board.

b. Each person on the Executive Board shall:

Be committed to the mission, purpose, goals, and principles of conduct of Ka’oi as set forth in these bylaws.

Be willing, committed, and able to exercise the roles of informed leadership and shall execute all responsibilities of an Executive Board member with due care, diligence and good faith.

Attend Executive Board Meetings. Any team unrepresented at three (3) consecutive or non-consecutive Executive Board Meetings in any calendar year, will immediately and irrevocably be placed in bad standing with Ka’oi Soccer Club, by action of the Executive Board at a duly authorized meeting of the Executive Board. Any team so affected may reverse the Board’s action through its attendance at the next regularly scheduled Executive Board Meeting. Bad Standing shall be interpreted as defined by the Oahu League in its Discipline, Protest and Appeals Policy.

c. Subject to the limitations and requirements of these By-laws and the laws of the State of Hawaii, all activities of Ka’oi will be conducted, and all powers of Ka’oi shall be exercised by or under the direction of the Executive Board.

7.2 Officers shall consist of a President, Vice President, Secretary and Treasurer, and may be elected from the membership by the Executive Board, or from the General Membership.

7.3 Officers shall:

- a.** President: Preside at all meetings and sessions. Facilitate the activities of Ka'oi. The President will not exercise a vote, except in the event of a tie vote; the President's vote will be the tie breaker.
- b.** Vice President: Oversee all committees and chairs. In the absence of the President, preside at meetings and facilitate activities of Ka'oi. Shall be in charge of the election of officers.
- c.** Secretary: Publish meeting agenda, with input from the President. Prepare and circulate minutes. Handle all correspondence. Maintain attendance.
- d.** Treasurer: Collect dues as designated. Keep an accounting of all monies. Provide a fiscal statement at the end of the fiscal year. Keep an open record. Prepare and/or monitor preparations of, and submit all necessary documents to the Internal Revenue Service and the State of Hawaii Department of Taxation.

7.4 Voting membership of the Executive Board shall consist of one vote per team in good standing, with that vote being vested in the designated representative of that team. Executive Board members have voting privileges limited to one vote if the officer holds more than one position in the club. A voting member of the Board may from time-to-time allow the manager of the team that the voting member represents cast the team's vote by written proxy if that person is present at a particular Board Meeting.

Article 8 – Elections

- 8.1** Elections of Officers shall be held every year in May and the term begins in September of that year.
- 8.2** Nominations for Officers shall be made from the membership.

Article 9 – Meetings

- 9.1** The Executive Board shall meet on a monthly basis, and designate one evening each month for that meeting. Any cancellation of meeting shall be sent via email and/or telephone call at least two (2) weeks in advance.
- 9.2** General membership meetings may be held bi-annually and/or as necessary.
- 9.3** The agenda for each meeting shall be:
- a.** Call to order
 - c.** Reports
 - d.** Unfinished business
 - e.** New business
 - f.** Announcements
- 9.4** Bylaws may be adopted by a majority vote of voting members of the Executive Board at a duly authorized meeting of the Executive Board.
- 9.5** The bylaws shall be reviewed at the May meeting of each year.

Article 10 – Committees

- 10.1** Committees shall be assigned as needed.
- 10.2** Committee chairpersons shall attend Executive Board meetings.
- 10.3** The Executive Board or the President may appoint persons who are not an Executive Board member to serve on a committee in an advisory capacity. Committee meetings and actions will mirror the provisions of the By-laws as they pertain to the Executive Board. The Executive Board may also enact regulations as to how committee meetings are conducted as long as those regulations do not conflict with the By-laws.

Article 11 – Quorum

- 11.1** A quorum will consist of 50% of the members at General Membership meetings.
- 11.2** A quorum will consist of 50% of the voting members of the Executive Board at Executive Board Meetings. Voting membership will be reduced by one (1) for any team currently in Bad Standing because of the provisions of 7.1 (b).

Article 12 – Fund Raising

- 12.1** All members shall participate in all club fund raising activities.
- 12.2** All monies earned shall be used for club activities/functions and for purchase of equipment, etc.
- 12.3** All disbursement of club monies will be done through the decision of the Executive Board on checks requiring two signatures, one by the Treasurer and one by the President or Vice President.

Article 13 – Removals

- 13.1** Any officer may be removed by the Executive Board whenever, in its judgment, the best interests of Ka'oi would be served.
- 13.2** At a meeting of the Executive Board, a two-thirds majority of all voting members of the Executive Board shall be required to dismiss any officer.

Article 14 – Indemnification

- 14.1** Ka'oi shall indemnify Officers and Executive Board members for legal fees accrued in the rightful performance of their duties.

Article 15 – Amendments

- 15.1** By-laws may be amended at any duly authorized meeting (Executive Board or General Membership) by a two-thirds vote of members (at General Membership meetings) or voting members (at Executive Board meetings) present and voting, provided the proposed

amendment is sent to all members or voting members not later than two weeks prior to the meeting.

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