

BY-LAWS OF THE JAMES ISLAND YOUTH SOCCER CLUB

ARTICLE I

The name of the Corporation shall be the James Island Youth Soccer Club, Inc. (hereafter referred to as the "Corporation").

ARTICLE II

Purposes

The purposes of the Corporation are generally to conduct its affairs as a non-profit corporation and to promote a quality instructional and educational soccer program for the children and their families. The Corporation desires to form a non-profit eleemosynary corporation under Chapter 13 of Title 33 of the Code of Laws of South Carolina, 1976, for the above-stated purposes.

Notwithstanding any other provisions of these By-Laws, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under § 501(c)(3) of the Internal Revenue Code of 1954, as amended, in the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

ARTICLE III

Office

The principal office of the Corporation, in the State of South Carolina, shall be located in the County of Charleston.

ARTICLE IV

Board of Directors

Section 1. General Powers

The business and affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Number and Tenure

The Board of Directors of the Corporation shall consist of nine (9) positions and shall transact the business of this Association.

A. The Board of Directors, to be elected in May, by the general membership are as follows: President, Vice-President, Secretary, Treasurer, Fundraising Director, Public Relations Director, Facilities Director, Events Director and Volunteer Director.

(1) The above Board of Directors shall serve a two (2) year term and may succeed themselves in office.

(2) The above officers shall take office on June 1st.

(3) Only a previous member of the Board of Directors that has served a 2-year term shall be eligible to hold the position of President. If a candidate with board experience is not available, willing, or able to run; then the position will be filled by nominations from the general membership.

- (4) Officers shall not receive compensation directly from the club for their services, with the exception of a discounted registration rate, the rate of which shall be determined by the Board of Directors.
- (5) The elected Board of Directors may appoint two (2) additional Board Members that shall follow the same cycle of term as the Vice President.
- (6) The Board of Directors shall have a dependent registered at the Club and in good standing to be eligible to run for office and maintain eligibility on the Board.

B. The Executive Director and assistant directors shall be hired by the Board of Directors.

C. Any member of the Board of Directors and the Executive Director shall be required to resign following a vote of no confidence in their ability to remain in office. Any three (3) Board of Directors, simultaneously, may petition for such a vote. The petition must be submitted, in writing, to the Board of Directors. The Board will review the petition and forward copies of the same to all Directors within fourteen (14) days of receipt of the petition.

Such action could be initiated by Directors not operating within the By-Laws and Rules and Regulations of the Corporation or their directives or agreements of the Board of Directors. The vote of no confidence must be passed by a two-thirds (2/3) majority of all voting members after all have been notified of such a pending petition. The resulting vacancies will be filled in accordance with Article IV, Section 5.

D. A member of the Board of Directors can be a member or an official of a team. In the event of any grievance involving said team, he/she may not act on its behalf nor be entitled to vote in the grievance.

E. A member of the Board of Directors not attending two (2) consecutive meetings, when proper notification of said meeting has been made and there has been no request for excusal, will have his office declared vacant. The vacant office will then be filled in accordance with Article IV, Section 5.

F. A majority of the number of Directors fixed by Section 2 of this Article IV shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

G. The Board of Directors shall create, approve and appoint sub-committee positions for the Club.

- (1) The members of the sub-committee shall not have a vote on the Board of Directors.
- (2) Sub-committee positions shall be eligible for one free tuition and their work shall be compensated by waiving their volunteer hours for the year.
- (3) Sub-committee members may be requested to attend board meetings or

- submit a report in lieu of attendance for a board meeting.
- (4) Sub-committee positions shall follow the same term as the Vice President as well as the same term limits.

Section 3

Meetings

A regular meeting of the Board of Directors shall be held at least once every month. A special meeting of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place in Charleston County as a place for holding any special meeting of the Board of Directors called by them.

Section 4.

Manner of Acting

The act of the majority of the Directors present at a meeting in which a quorum is present shall be the act of the Board of Directors.

General Authority

1. The business, property, and affairs of the Club shall be managed and controlled by a Board of Directors as from time to time constituted. All authority of the Club shall be vested in a Board of Directors unless specified otherwise in these bylaws. The Board of Directors is responsible for developing and enforcing the bylaws, policies, and activities of the Club, including but not limited to decisions affecting membership status and appeals procedures. The Board of Directors may delegate responsibility for day-to-day operations associated with these activities. The Board of Directors has the authority to enter into long-term contracts it deems beneficial to the club without prior notification to the general membership unless said agreement changes the nature of the Club in a significant manner to include but not be limited to: Change of the foundational structure of the Club, name change of the Club, the creation of new affiliate(s), and/or Merging with other SCYS Clubs, in which case the Board should follow the procedure outline in Article X.
2. In cases when time is not available to convene the Board, the method used will be for the Secretary to poll the Board of Directors advising them fully of the situation and recording the vote electronically. These decisions are to become part of the monthly minutes and the Board will confirm or reject action taken at the next official meeting.
3. In the event that legal counsel is needed by the Club, the Board of Directors has the authority to hire legal counsel to represent the best interest of the Club. The Legal Representative shall be responsible for advising the Club regarding general legal matters, including corporate concerns, insurance, taxes, public liability, etc.

Section 5.
Vacancies

Any vacancy occurring in the elected Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors. A Director elected to fill a vacancy in this manner shall serve the remainder of the term in office. Any vacancy occurring in the appointed Board of Directors may be filled by the Board of Directors and will serve the remainder of the two (2) year term.

Section 6
Election of Board of Directors

1. The Director positions made vacant by regular election cycle shall be voted upon by the General Membership in May of each year.
2. Each family member unit in good standing for the current year shall constitute "The General Membership" consistent with Article V.
3. The election of the Board of Directors shall be determined as follows:
 - a. Each family member unit in good standing for the current year, shall be entitled to one (1) vote on the vacancies contemplated herein, even if a family member unit has more than one player on any JYSC club(s) or affiliated teams.
 - b. If the said election process produces a tie among candidates running for a Board seat, a run-off election shall be convened within one (1) week, between the tied candidates, to determine the winning candidate. The run-off election shall be conducted in a manner similar to the election voting process that produced the tie.
4. Nothing in this section shall be construed to interfere, contradict, modify, nullify, affect, or change any of the voting provisions set out in these By-Laws, including those set out in Articles IV and V.

ARTICLE V

Membership

Section 1.

Family Basic Membership

Membership in the Club shall be open to any family, who has a youth player registered on a team, who has paid all appropriate player fees. Membership shall be limited solely by the number of soccer teams that can be sponsored and supported by the Club during the season as determined by the Board of Directors.

Section 2.

Annual Family Membership and Player Fees

Player fees will be determined and set by the Board of Directors prior to the beginning of each season and dependent upon an analysis and projection by the Board of Directors of costs to be incurred by the Club for the next season.

Section 3.
Fiscal Year

The fiscal year of the Corporation shall begin on the first day of June and end on the thirty-first (31st) day of May in each year and is divided into a Fall and Spring playing season.

Section 4.
Annual Meeting of Membership

The Annual General Meeting (AGM) shall be held during the month of August. The general affairs of the Corporation shall be reviewed with the membership at the Annual Meeting, including financial reports, budget planning, assets and liabilities of the club, etc.

No authority is vested in the general membership other than acting on business conducted in the Annual Meeting or special called general meetings.

For a special meeting of the Family Unit Members/General Members, the following requirements must be met:

1. A petition will be sent to the President of the Corporation listing at least twenty-five (25%) percent of the Family Unit Members as desiring said special meeting.
2. The listing Family Unit Members shall affix their names to said petition and subsequently their signatures.
3. The reason for said special meeting shall be set forth in detail.

Section 5.
Place of Meeting

The Board of Directors may designate any place in Charleston County as the place of meeting for any Annual Meeting of the general membership. Written notice stating the place, day, and hour of the meeting shall be sent to each member of the club not less than ten (10) days before the day of the meeting, either personally, or by mail, club newsletter, via social media and email. Under special circumstances, an annual meeting may be held live virtually if voted for approval by the Board of Directors.

Section 6.
Voting in General Meetings

Each family member unit in good standing for the current year shall be entitled to one (1) vote on all business brought before the general membership.

Section 7.
Quorum

Twenty-five (25) members present at a duly organized Annual Meeting of the general membership shall constitute a quorum for the transaction of any duly authorized business at the Annual Meeting.

ARTICLE VI
Rules of Conduct

All proceedings of the corporation shall be governed by "Robert's Rules of Order".

ARTICLE VII
Duties of Officers and Directors

All Board of Directors are expected to participate in the duties of the tournaments hosted by James Island Youth Soccer Club.

Section 1.
President

The President shall be the Chairman of the Board of Directors of the Corporation and subject to the contract of the Board of Directors, shall in general, supervise and control all of the business and affairs of the Corporation and shall, when present, preside at all meetings of the membership and of the Board of Directors.

The President may sign, with the Treasurer of the Corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws to some other officer or agent of the Corporation or shall be required by law to be otherwise signed or executed; and in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Specifically, the President shall act as a liaison between the South Carolina Youth Soccer Association and the Club, liaison between the Executive Director and the Board of Directors, establish subcommittees, and arrange votes for subcommittee chairpersons in order to administer and manage the programs of the Club and is Chairman of the Board of Directors. President shall be the registered agent with the South Carolina Secretary of State

Section 2.
Vice-President

The Vice-President shall succeed to the powers of the President in the President's absence. This position is responsible for working with the Executive Director in providing a report of league activity and business in official meetings of the James Island Soccer Club. Vice-President shall be the liaison with city, county and town officials. They should also foster relationships within the community with businesses and neighbors. Vice-president is also responsible for creating a strategic plan for the club and tracking completion of the plan.

Section 3.
Secretary

The Secretary shall: (A) keep the minutes of the proceedings of the general membership and of the Board of Directors in one or more books provided for that purpose; (B) see that all notices are duly given in accordance with provisions of these By-Laws or as required by law; (C) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or by the Board of Directors.

Section 4.
Treasurer

The Treasurer shall: (A) Take charge and custody of, and be responsible for all funds of the Corporation; (B) Receive and give receipts for monies and deposit all such monies in the name of the Corporation in such banks or other depositories as shall be selected by the Treasurer; (C) Prepare necessary financial statements as required by the Board of Directors; (D) Submit for consideration and acceptance by the Board of Directors, an annual budget. In general, perform all of the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to the Treasurer by the President or by the Board of Directors.

Section 5.
Events

The Events Director shall be responsible for planning and organizing all major events sponsored by the Club. The primary events are the two end-of-season tournaments. The Events Director is accountable for planning and organizing in conjunction with the Volunteer Director and the Tournament Director to ensure a smooth and successful tournament. Direct tasks include scheduling vendors, ordering merchandise, ensuring support staff is in place for each venue, and receiving all event permits and field usage agreements from the City of Charleston and Charleston County. Other sponsored events falling under the responsibility of the Events Director include Club nights with the Charleston Battery, Soccerween Festivities, and the Annual Meeting.

Section 6.
Public Relations Director

The Public Relations (PR) Director shall be responsible for coordinating the release of all publicity-related information with the Director and Assistant Director(s) of the club. This includes relaying information to the general membership concerning registration, club meetings, tryouts, tournaments, and any other club-related activity. The PR director will also assist in the monthly newsletter released to the club and assure it is distributed in a timely manner. The PR Director will work accordingly with the director and assistant director(s) of the club for posting on social media outlets for the purposes of, but not limited to, information releases, club updates, social engagement, outreach, and growth of the club.

Section 7.
Facilities Director

The Facilities Director shall work with JIYSC staff to ensure the preparation of fields before games and tournaments, partnering with consultants to maintain all facilities and developing strategic

plans in regards to growing and maintaining facilities. The Facilities Director shall also be responsible for the upkeep of all current facilities, obtaining quotes for future projects and current maintenance, on-site signage, and parking lot maintenance and initiatives.

Section 8.

Fundraising Director

The Fundraising Director shall be responsible for the coordination of all fundraising projects including, but not limited to, merchandise sales, developing sponsorship levels and packages, sponsorships, partnerships, and the promotion of our sponsors and community participation. Fundraising is also to prepare regular reports and submit them to the Treasurer concerning fundraising projects. The fundraising director shall coordinate fundraising drives when appropriate.

Section 9.

Volunteer Director

The Volunteer Director shall be responsible for creating and maintaining all volunteer sign-ups, creating volunteer logs, and tracking all volunteer hours for current members. The volunteer director will have access to the database of all current members and maintain an accurate account of hours completed. The volunteer director will submit a report to the board of directors of incomplete hours to be billed to members.

ARTICLE VIII

These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by a majority vote of those members of the Club present at the annual meeting or a special meeting of the general membership.

ARTICLE IX

Rules and Regulations

Rules and Regulations and Code of Conduct are to govern the actions of members of the Club and to establish the Club's policies and procedures shall be approved and adopted by the Board of Directors, as amended from time to time.

It is authorized that the Board of Directors has the authority to add or delete rules from the Rules and Regulations and Code of Conduct with notice sent to the General Membership. All current Rules and Regulations and Code of Conduct should be approved at the yearly general meeting.

Failure to comply with the Rules and Regulations may subject members of the club to disciplinary action, including revocation of membership, as determined by the Board of Directors or committee thereof.

An Appeals and Disciplinary Committee consisting of the Vice-President, Head Coach, and Executive Director will convene to interpret the Rules and Regulations and Code of Conduct and decide if disciplinary action is to be taken.

RULES AND REGULATIONS:

1. No alcoholic beverages will be allowed on the complex during any youth functions or activities.
2. Complex fields will be used ONLY with the consent of the Board of Directors. The field may be leased on a case-by-case occasion. The rental rate is to be determined by the Board of Directors.
3. Colors -The colors of the JIYSC are Red, White, and Black. This is for any and all club teams playing in league play, tournaments, and cups.
 - a. The colors of affiliated teams such as Lowcountry United Soccer Academy, shall be approved by the JIYSC Board of Directors, and need not conform to the JIYSC colors set out above in Rules and Regulations #3.
4. Conduct unbecoming to the youth program (fighting, profanity, etc.) will be referred to the Appeals and Disciplinary Committee for action.
5. The official team logo of the JIYSC appears on the cover.
6. Derogatory and/or defamatory language directed toward or about JIYSC on social media constitutes a violation of the code of conduct policy and will be subject to the code of conduct penalties.

ARTICLE X

Section 1

The Corporation shall not be dissolved unless the majority of the Board of Directors first authorizes dissolution.

Section 2

In the event of dissolution, the residual assets of the James Island Youth Soccer Club, Inc. will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

Section 3

Notwithstanding any other provision of these articles, the James Island Youth Soccer Club, Inc. will not carry on any other activities not permitted to be carried on by (A) a corporation exempt from Federal income tax under Sections 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law of; (B) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Section 4

The James Island Youth Soccer Club, Inc. is organized exclusively to promote a quality instructional and educational soccer program, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

APPROVED BY BOARD OF DIRECTORS ON

August 16, 2025

AMENDED AND APPROVED BY MEMBERS IN
ATTENDANCE OF AN ORGANIZATIONAL
MEETING ON JAMES ISLAND, SOUTH CAROLINA ON

August 17, 2025

Charlie Tipton
President