

HOTSPUR FOOTBALL CLUB

BY LAWS AND STATEMENT OF INTENT

March 21, 2008

1.0 NAME / INCORPORATION

This Association shall be known as “HOTSPUR FOOTBALL CLUB” (“HFC”) located in Ramsey, New Jersey 07446. All of the teams within the Club will be commonly known as “Hotspurs”. The HFC shall be incorporated in the State of New Jersey as a 501C3 tax-exempt organization.

2.0 PURPOSE

The Hotspur Football Club shall be a Not-For-Profit organization of volunteers dedicated to the continued promotion of competitive, organized club soccer and fair play for the children of Ramsey. While our ultimate goal is to prepare our young soccer players for the highly competitive soccer environment at the high school level, our focus is to maintain a fun environment in which young athletes can greatly improve their soccer skills and become more competitive as individuals. We believe that through training and competition, young athletes are better prepared to become young adults and citizens. We instill and support team ideals of loyalty, commitment and sportsmanship. HFC seeks to maintain a culture that supports those values necessary to teach and learn respect for self and others. Players eligible for HFC include those from outside the Borough of Ramsey, however it is the intent of the organization that they be predominantly from the Borough of Ramsey.

3.0 AFFILIATION

HFC shall compete on a club basis in the Northern Counties Soccer Association (NCSA) or a league that can provide a comparable competitive environment. HFC teams are not limited to NCSA, nor are they precluded from competing in other competitive leagues sanctioned by the HFC board.

4.0 COLORS

The representative and primary colors of the HFC shall be Blue, White and Gold.

5.0 EXECUTIVE BOARD / COMMITTEES

5.1 STRUCTURE

The HFC shall be governed by a NINE (9) member Executive Board. The Executive Board shall be “DEFINED” and consist of a President, Vice President, Treasurer, Secretary, League Representative, Equipment Manager and THREE (3) Trustees each of whom will be assigned “SELECTED” duties necessary to the cohesive operation of the Club. These Trustee duties may include, but are not limited to Fields Manager and Training Coordinator. A Board Member can serve, but is not required to serve, in multiple capacities managing a Defined Role and a Selected Role.

5.2 TERM

Each of the offices associated with the Executive Board shall be elected to a TWO (2) year term.. The Executive Board, and the offices held thereof, shall be elected in a staggered fashion pursuant to APPENDIX "C" attached to this document hereto. An officers term shall expire at the end of the predetermined period provided a motion to reelect has not been made and voted favorably upon by the other eight (8) members of the Board. There is no limitation to the number of successive terms a member of the Executive Board may serve.

5 RESPONSIBILITIES OF EXECUTIVE BOARD

The Board shall be responsible and have sole authority for: Conducting the day-to-day business of the HFC; ensuring compliance with the appropriate league rules and regulations; and, making all decisions necessary to govern the Club in accordance with the by-laws.

6 OFFICERS

6.2 ELECTION OF OFFICERS

The HFC Executive Board shall nominate for election officer candidates. Nominations for the Executive Board will be made from the members of the Board. Individuals shall be elected to serve on the Executive Board by a simple majority vote. Elections shall be conducted at the FIRST regular meeting of the calendar year pursuant to schedule "C" attached hereto. A motion from the floor shall be made for a slate of proposed officers at the LAST regular meeting of the calendar year. **MEMBERS OF THE BOARD SHALL BE ACKNOWLEDGED AND ATTACHED HERETO IN APPENDIX "A" OF THIS DOCUMENT.**

6.3 NOMINATIONS

Nominations for the Executive Board will be initiated by a motion from the floor. Members will be prohibited from nominating or voting for themselves for any position. Any individual who presents a nomination, is nominated for an Executive position, or who intends to vote in the election of Officers designated to serve on the Executive Board must be a member "in good standing" with the HFC.

7 EXECUTIVE VACANCIES

Vacancies of an elected office shall be filled by appointment of a majority vote of the Executive Board until the next regular board meeting is held, at which time there shall be an election for the remaining term vacated by the office. Appointments will thereafter be subject to re-election under TERM (5.2).

8 VOTING

Each of the NINE (9) members of the Executive Board shall have ONE (1) vote each on all matters pertaining to the governance of the club where Board approval is necessary. A simple majority of affirmative votes will be required to pass approval on any voting issue except for election or removal of Board members where a minimum of 78% (7 Members) of the Executive Board is required.

9 RESPONSIBILITY OF OFFICERS

The Officers of the HFC, who shall also serve as members of the Executive Board, consist of the President, Vice President, NCSA Rep., Secretary, Equipment Coordinator, and Treasurer and THREE (3) trustees. Duties of the Officers are listed below.

9.2 PRESIDENT

The President shall supervise all activities of the HFC as well as the work of its Officers. The President is the general representative of the HFC on all matters. The President will serve as the chairperson of all Executive Board meetings and have the power to appoint special committees. The President shall also serve as the official spokesperson for the HFC, but may delegate this authority to other persons. The President will be authorized to sign checks, up to an amount no greater than \$500 on behalf of HFC in the absence of the Treasurer. The President will also be responsible for preparing an annual operating budget for the HFC.

9.3 VICE PRESIDENT

The Vice President shall perform the duties of the President in the absence of the President. The Vice President shall also have duties and responsibilities as the President may delegate from time to time. The Vice President shall have the only other check writing authority in addition to the Treasurer and the President.

9.4 NORTHERN COUNTIES REPRESENTATIVE

The NCSA Rep. shall be responsible for representing the HFC at league meetings and communicating to the Board the nature of the business conducted at those meetings and the effects those decisions may have on HFC. The NCSA Rep. will also ensure that HFC is in compliance with all appropriate NCSA rules and regulations. The NCSA Rep. shall be responsible for communicating and coordinating any and all NCSA schedule changes.

9.5 SECRETARY

The Secretary shall be responsible for recording of minutes at all Board meetings and the distribution of minutes to HFC Board Members. The Secretary will also be responsible for the coordination of written communication to the HFC members and general duties of a Secretary consistent with general corporate practices.

9.6 TREASURER

The Treasurer shall administer the management of all monies of the HFC. Monies shall be deposited in institutions or funds approved by the HFC Executive Board in the name of Hotspur Football Club. The Treasurer shall pay all accounts by check. Checks issued in an amount that exceeds FIVE HUNDRED (\$500.00) dollars shall be signed by the Treasurer and either of the President or the Vice President. The Treasurer will be responsible for the maintenance of receipts of all expenditures as well as a full and current accounting of the HFC's financial condition. The Treasurer shall provide quarterly reports (calendar year) of all disbursements, receipts, balances and other pertinent financial information to the Executive Board. The Treasurer shall be responsible for preparing and filing all forms and reports require by the State and federal agencies. The Treasurer will also be responsible for preparing an annual report to be delivered to the Board at the first regular meeting of the calendar year.

9.7 EQUIPMENT COORDINATOR

The Equipment Coordinator (EC) will be responsible for preparation of annual budgets pertaining to HFC equipment requirements and the management of purchase, distribution and inventory. The EC shall be responsible for assessing HFC equipment requirements and procurement thereof.

9.8 TRUSTEES

The THREE (3) Trustees shall be responsible for conducting and promotion of day-to-day business of HFC. The Trustees will work closely with the members of the Executive Board. The Trustees for the following, but not limited to; fields, camps, training, fund raising, and tournaments.

10 DIVISION COMMISSIONERS

Board members of the HFC shall serve as division commissioners as a means of distributing responsibility throughout the Board. There shall be one division commissioner for each of the following age groups within a division competing for the Hotspur Football Club (HFC), boys divisions 1,2,3,4,5,6 and girls divisions 1,2,3,4,5,6. The division commissioner shall, with HFC Board approval, appoint assistants. Said assistants shall not be members of the HFC Board. Commissioners shall coordinate and be responsible for all aspects of assembling and registering a team including but not limited to; help to organize tryouts, collecting player data, collection of club dues and uniforms fees, ensuring that NCSA registration information is complete and timely and act as liaison to HFC for all team (player/parent) communication with the HFC Board. Commissioner's terms shall be commensurate with the term of Board membership as described herein. See appendix "B".

11 ELECTION OF OFFICERS

Any of the NINE (9) members of the Executive Board may be elected to their position by an affirmative vote of SEVEN of the remaining EIGHT HFC Officers.

12 REMOVAL OF OFFICERS

The Board may remove any Officer, with or without cause, by a seventy-eight percent (7 of the 9 board members) majority vote. An Officer who is also a member of the association may be removed as an officer of the Board and remain a member of the association unless action of the Board dictates otherwise.

13 COMPENSATION

No Officer shall receive a fee, salary of remuneration of any kind for his/her services as an Officer. The HFC may, however, reimburse officers for reasonable expenses incurred by them, provided that such expenses were incurred on behalf of the HFC and the HFC Executive Board has approved the expenses in advance of them being incurred.

14 MEETINGS

General meetings of the Executive Board shall be held at a minimum of FOUR (4) times per annum and shall be called by the President, but may also be held at the request of any THREE (3) of the remaining EIGHT (8) Officers. Normal operating matters will be discussed and voted upon as necessary. Minutes of the proceeding will be maintained and distributed to the Board members. All efforts shall be made to assemble Board meetings when all NINE (9) officers can attend. All meetings will be conducted in an informal basis, but, if required, the meeting will be conducted using Robert's Rules of Order.

14.2 SPECIAL MEETINGS

The President may call Special meetings at any time, provided proper notice is given. Proper notice requires that all Board members be given a minimum of FIVE (5) days notice of the meeting by telephone, mail, email, or in person in advance of the Special meeting. Proper notice requires that such notification is received in the above time frame, not necessarily delivered. Such notice shall specify time, date and location of the Special meeting.

15 QUORUM

At all regular meeting of the Executive Board, a simple majority shall constitute a quorum for the transaction of business.

16 CONFLICT OF INTEREST

HFC through the Executive Board or any committee thereof, shall not enter into a contract or transaction with any of its Officers or Board Members or with any other entity in which its officers or Board Members have a substantial financial interest or serve as an Officer, Director, or Trustee unless, material facts about such affected Officers or Board Members interests or position are disclosed or known to (a) the Board of a committee thereof and the Board Committee authorizes, approves, or ratifies the contract or transaction by unanimous written consent, provided at least one Board Member so consenting is a disinterested party, or by affirmative vote of a majority of disinterested Board Members, even though disinterested Board Members constitute less than a quorum; or (b) the members, if any, and they authorize, approve or ratify the contract or transaction.

17 INDEMNIFICATION

The HFC hereby consents and declares each Director, Officer, Member of the Executive Committee, chairman and members of all committees, councils, sections, and/or any other official representative of the HFC, shall be deemed to have assumed office or assignment on the expressed understanding, agreement and condition, that each one of them and his/hers heirs executors and administrators, estates and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the HFC from and against all liabilities and judgments, costs, charges and expenses whatsoever which such member sustains or incurs in and about any action, suit or proceeding which is brought, commenced or prosecuted against him/her for and in respect to any act, deed, matter or thing whatsoever made, done, or permitted by him/her in or about the execution of duties of his/her office and also from and against all other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof, except in relation to matters as to which he/she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his/her duty.

18 TEAM COMPOSITION

The Executive Board will determine, prior to each seasonal year, the number of teams the HFC will register for league competition. Each team shall consist of a minimum of 15 and a maximum of 18 players for full-sided play and a minimum of 10 and a maximum of 14 players for small-sided play.

19 SELECTION OF COACHES

The Executive Board shall select, prior to each seasonal year, sufficient coaches to coach HFC teams. The coaches shall be selected and serve at the discretion of the Executive Board for the immediate seasonal period. No coaches may be added without the specific approval of the Executive Board. If, in the event there are more than one volunteer for the same position as coach, and an amicable agreement cannot be made between the coaches, the Board will appoint one coach based upon his/her coaching experience and licensing level.

20 TEAM SELECTION

Upon conclusion of player try-outs, the Executive Board will determine the number of teams HFC will register for play for the immediate seasonal period.

21 PLAYER SELECTION

Try-out dates will be determined by the Executive Board and advertised appropriately. Try-outs will be standardized and consistent for all teams and players participating. Player selection will be made by utilizing three separate sets of criteria. Independent assessors will be engaged to determine player ability in a dynamic “game” or scrimmage environment. Coaches will complete the Coaches Player Ranking Forms. Independent assessors who have had experience with the players through the training environment will also be required to complete the Independent Player Ranking Forms. Each of the three criteria will be weighed and measured to determine which among the candidates will (1) be selected as a Hotspur player and (2) which team (in the case of multiple teams in the same age and gender group) that player will be eligible to play for. The HFC Board will approve or disapprove these selections. Results will be made available as soon as practicable thereafter by phone call.

21.2 PLAYER ELIGIBILITY

Candidates who wish to try-out for the HFC may do so by completing the appropriate application(s). Players may try out from any jurisdiction including but not limited to the Borough of Ramsey. However, players who have tried out and qualified to play HFC, who are non-Ramsey residents, may be selected for a HFC team provided;

- a) The recruitment and or the selection of said player(s) has not been done as, (or results in) a (the) replacement (of) for other eligible Ramsey player(s) regardless of their respective capabilities.
- b) The recruitment and or selection of said player(s) has been done in an attempt to complete a roster for an HFC team comprised predominantly of Ramsey players in accordance with article 19.0, team composition. Players must be selected according to standardized age requirements given by the NCSA or other league or governing body.

21.3 PLAYING UP POLICY

Players who wish to play at higher levels or age inappropriate as a younger playing on an older team must do so in accordance with the following:

The candidate for Playing-Up (PUP) must, with a parent, contact his/her coach and request that he/she be evaluated to play up. Any candidate is limited to a 1 (one) age level advancement and at no time may a player play beyond one level up.

The candidate's head coach must discuss at length with the candidate and his/her parent(s) the physical and psychological challenges they are likely to encounter when playing up. Parent must sign a waiver acknowledging that he/she has had that conversation with the coach and understands all of the below qualifications and that their child may encounter physical and psychological challenges on an older team, and that when the child reaches U14 he/she will have to repeat a year at the same age level. Furthermore acknowledgement that this step of the process is only the beginning and that the below must occur before the child is placed on the team.

Once the above has been done, the candidate's coach (if the candidate's coach is his parent he/she must remove him/herself from the process and the assistant coach will then act on behalf of the candidate) must contact the head coach from the PUP team and arrange for; himself, the PUP coach and three (3) HFC board members to observe the candidate in match play to ascertain whether or not the candidate is worthy of a try out on the PUP team.

The candidate may then participate in the PUP try out. If the candidate is not selected for the PUP team, he/she may try out for his/her age appropriate team when it occurs.

21.4 QUALIFICATIONS:

The candidate must have expressed an unsolicited interest to play up.

The candidate must qualify during the PUP try out as a likely starter on the PUP team.

The candidate must have completed the U08 and U09 seasons.

If the candidate makes the PUP team he/she is not guaranteed to make it the next season and must re-try out pursuant to the above processes.

22 REGISTRATION

Each coach shall obtain from each player the following items for registration; Copy of birth certificate, current photograph, signed medical release form and, player membership form, signed player card. The coach is required to collect all HFC fees from players and forward said to the HFC Treasurer. Coaches are required to prepare all necessary documentation to properly register their team with the league for that seasonal year.

23 SEASONAL YEAR

The Seasonal Year shall run from September 1 though August 31.

24 FISCAL YEAR

The Fiscal Year shall run from June 30 through July 1.

25 ANNUAL DUES

Annual registration dues for players in HFC shall be established by the Executive Board in the month of June. Additional funds, if required to maintain solvency for the HFC, shall be generated by cooperative fund-raising activities and/or player assessments to be determined by the Executive Board.

25.2 REFUND OF DUES DUE TO EXTRAORDINARY CAUSE

If in the unlikely event the season, or any part of the season is cancelled by HFC or by the governing body under which HFC operates e.g. Northern Counties Soccer Association, dues that have been paid to HFC for the corresponding season will be refunded ,after all associated expense are paid, to payee on a pro-rata basis giving consideration to amount of year expended, training and administrative expenses, and other general expenses associated with the operation of the Club.

26 AUDITS

The financial accounts of the HFC shall be available for audit once yearly during the month of July for the preceding seasonal year. An annual operating statement and balance sheet will be prepared once annually and maintained for a minimum of SEVEN (7) years.

27 BY-LAWS CHANGES

Changes or amendments to these By-Laws may be put into effect by an affirmative vote of at least FIVE (5) members of the Executive Board. The president shall have the By-Laws modified if changes are made and copies of the revised By-Laws shall be forwarded to all necessary persons, organizations, and will be available on the HFC web site.

28 INSURANCE

28.2 GENERAL REQUIREMENTS

All HFC teams shall have in effect a medical insurance program as specified by the then qualifies governing body covering its players for the season year.

28.3 PUBLIC LIABILITY INSURANCE

All Officers and officials (coaches, assistants, etc.) of the HFC shall be covered against personal liability for performing acts and duties related to the work of the HFC.

29 CONTRIBUTIONS AND DISSOLUTION

29.2 CONTRIBUTIONS

The HFC shall have the right to solicit and accept contributions from third parties. All moneys thus received will be in furtherance of the Clubs purpose as herein described and stated. The Board may from time to time in receipt of such contributions expend them on special capital projects not contemplated in this document that are consistent with the Clubs purpose.

30.3 INDIVIDUAL TEAM CONTRIBUTIONS

Individual team contributions (those contributions made to and for a single team within the HFC and not the HFC in general) that are made with the intent of gaining a tax deduction are allowable provided that ten percent (10%) of the gross contribution(s) are retained by the HFC in it's general fund for the benefit of all it's constituencies. Such contributions will be acceptable only when made payable to a pre-approved sub-account of the HFC general account and when duplicate statements are mailed to or otherwise delivered to the HFC treasurer or President in a timely fashion.

30.4 DISSOLUTION

In the event the HFC is dissolved, all assets remaining (if any) after payment of all liabilities shall be distributed equally among the players parents or guardians or otherwise deserved recipient listed on HFC current roster at the time of dissolution.

30 DISCIPLINARY ACTION

30.2 COACH OR PLAYER – MULTIPLE YELLOW OR RED CARDS

Any coach or player representing HFC who has received TWO (2) yellow cards or ONE (1) red card during the seasonal year shall be subject to review by the Executive Board of the HFC. Review could result in additional suspensions or other penalties to the coach or player as deemed appropriate by the Executive Board.

30.3 AMENDMENTS

Amendments to the HFC By-Laws may be made in the course of normal Board meeting and therefore attached hereto. Amendments may also be made at a Special Meeting. Amendments may occur in the normal course of policy or procedural changes held at Board meetings. Any Board member may propose an amendment to the Board for approval and a majority vote of the entire NINE (9) member Board is required for adoption of said proposal.

31 EFFECTIVE DATE

These By-Laws have been reviewed and approved by the Executive Board of HFC and are hereby effective **March 21, 2008**.

32 AMENDMENTS

April 11, 2002

June 20, 2002

November 8, 2002

March 27, 2003

December 9, 2003

May 10, 2004

March 21, 2008

APPENDIX "A"

TO HOTSPUR FOOTBALL CLUB BY-LAWS

Below are the Board Officer assignments for the current periods ending June 1 2009 and June 1 2008 respectively, pursuant to the reelection procedures in section 5.2 of the By Laws and Statement of Intent Dated September 17, 2007 and APPENDIX "B" attached thereto.

OFFICE	MEMBER	TERM END
President	Michael Saalfrank	June 1, 2010
Vice President	William Patterson	June 1, 2009
Treasurer	Peter Ruel	June 1, 2010
League Representative	Daniels Schulz	June 1, 2009
Equipment Manager	Renzo Freschi	June 1, 2010
Trustee	Steve Neeson	June 1, 2010
Secretary	Martha Vernon	June 1, 2009
Trustee	Bruce Vozech	June 1, 2009
Trustee	Nick Gendron	June 1, 2009

APPENDIX "B"

TO HOTSPUR FOOTBALL CLUB BY-LAWS

Below are the Division Commissioner assignments for the current period ending June 30 2008 and June 30 2009, and for the subsequent 2-year term of its members beginning respectively June 30, 2007 and June 30, 2008.

Division	Commissioner
1&2 Boys & Girls	Bill Patterson
3 Boys	Bill Patterson
3 Girls	Renzo Freschi
4 Boys	Peter Ruel
4 Girls	Bruce Vozeh
5 Boys	Nick Gendron
5 Girls	Martha Vernon
6 Boys	Daniela Schulz
6 Girls	Daniela Schulz

APPENDIX "C"

TO HOTSPUR FOOTBALL CLUB BY-LAWS

Board members are reelected to their respective roles for a TWO (2) year term at the conclusion of the annual meeting as follows:

Every two years where a vote to reelect is held during an odd year

Vice President

Secretary

League Representative

Trustee

Trustee

Every two years where a vote to reelect is held during an even year

President

Treasurer

Trustee

Equipment Manager