

AMENDED AND RESTATED

BY-LAWS

of the

WEST HARTFORD WOMEN'S SOCCER CLUB, INCORPORATED

Adopted as of November 16, 2015

ARTICLE I: NAME

Section 1 The name of the corporation shall be the "West Hartford Women's Soccer Club, Incorporated" hereinafter referred to as the League.

ARTICLE II: AUTHORITY

Section 1 The League is established in the Town of West Hartford, Connecticut, as a private organization with the consent of the Town of West Hartford, Department of Leisure Services, contingent upon the following requirements:

- a. That neither an organization nor a business will assert any claim to the assets of this organization except as may arise out of a contractual relationship.
- b. That the nature, function and objectives of this organization, together with provisions for proper disposition of residual assets and liabilities upon dissolution, will be established to this constitution.

ARTICLE III: PURPOSE

Section 1 The purpose of the League is to promote and encourage participation by women in soccer, to enhance the image of soccer within the community and to provide an organized means of social fellowship for members of the League as well as any other purpose for which a non-stock corporation may be formed under the laws of the State of Connecticut.

ARTICLE IV: BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

Section 1 The affairs and policies of the League shall be governed by a Board of Directors. A quorum for the transaction of business by the Board of Directors shall consist of a simple majority vote of the members of the Board.

Section 2 The Board of Directors shall consist of a Team Representative from each team, the members of the Executive Committee, a Coaches Representative and the immediate past President of the League.

Section 3 The Executive Committee shall consist of the following elected officers: President, Vice President, Treasurer, Secretary, Division A Coordinator and Division B Coordinator. The

Executive Committee shall be responsible for implementing the overall administration, coordination and organization of the League. Duties of the Executive Committee shall also include the creation of and appointment to standing committees, the appointment of a League Administrator, and the determination of the season schedules.

Section 4 The Executive Committee shall be empowered to act on all matters except those specifically reserved to the Board of the Directors or Committees or persons herein. The following duties are hereby reserved to the Board of Directors:

- a. Election and replacement of officers;
- b. Adoption and amendment of a Code of Conduct for all players in the league;
- b. Disciplinary action of coaches, fans, players and officials, beyond that outlined in the Code of Conduct;
- c. Amendments to the By-Laws;
- d. Approval of annual budget;
- e. Modification of League registration fees; and
- f. Approval of extraordinary expenditures in excess of \$2500.00.

A quorum for the transaction of business by the Executive Committee shall consist of four (4) members of the Executive Committee. The Executive Committee may act at all times by a simple majority vote of the quorum. The Executive Committee shall also act as the Grievance Committee.

Section 5 The Board of Directors shall approve an annual budget for the League prior to the beginning of the spring season.

ARTICLE V: OFFICERS

Section 1 The League shall be administered by the Executive Committee, all of whom are officers, in accordance with this approved By-Laws under the supervision of the elected president.

Section 2 The President shall:

- a. Preside at all meetings of the Executive Committee, Board of Directors and the League.
- b. Have general supervision of the affairs of the League.
- c. Be a member ex-officio of all Standing Committees, except for Nominating Committee.
- d. Act as League liaison with the Town of West Hartford, especially with regard to field permits, field conditions and availability of game and practice fields.
- e. Coordinate game and practice schedules.

Section 3 The Vice President shall:

- a. In the event of the absence, resignation or incapacity of the President or in the event the President shall be unable to act, assume the office and duties of the President.
- b. Supervise any Standing Committees authorized by the Executive Committee (such as committees to manage Pre-Season Conditioning Clinics, End-of-Year Party, Publicity,

Audit Review, Grievances).

- c. Solicit sponsors and purchase necessary uniforms and equipment.
- d. Be liaison with coaching personnel.

Section 4

The Treasurer shall:

- a. Be the custodian of the League's funds. She shall deposit the same in such banking institution(s) as the Executive Committee shall authorize. The account(s) shall (i) be in the League's name and (ii) require the signatures of the President and Treasurer to make withdrawals.
- b. Be responsible for the deposit, safekeeping and disbursement of all funds of the League, and for keeping accurate financial records, including the filing of any necessary tax-related forms.
- c. Submit a full report of all receipts and expenditures and assets on hand at the Annual Meeting of the League and make such other reports as may be required.
- d. Prepare a budget of proposed annual expenditures for presentation and approval of the Board of Directors.
- e. Work with Referee Assignor for scheduling and paying referees.

Section 5

The Secretary shall:

- a. Record and distribute a summary of the minutes of all official meetings to all members of the Board of Directors;
- b. Announce all meetings as required in the By-Laws;
- c. Maintain a current copy of the By-Laws; and
- d. Produce and distribute correspondence from the Executive Committee to all members of the League.

Section 6

The Division A Coordinator and the Division B Coordinators (the "Division Coordinators"), in each case for their respective divisions, shall:

- a. Moderate among the division's Team Reps and act as an intermediary communicator between the Team Reps she represents and the Executive Committee;
- b. Facilitate, oversee and direct the draft/team assignment (as applicable) process for her respective division all in accordance with the Registration Guidelines, which shall include adherence to registration deadlines, which Registration Guidelines shall be reviewed, amended and approved by the Board of Directors.
- c. With the approval of the Team Reps and the Executive Board, facilitate and oversee division-specific modifications or developments, moderate Team Rep meetings and inform the Executive Committee members on issues concerning her respective division and its constituent Team Reps, teams and individual participants.

- d. With the approval of the Team Reps and the Executive Board, determine “policies of play” applicable to her Division. The Division Coordinator shall apply and manage such policies at her discretion. Such “policies of play” shall encompass any policy relating or applying exclusively to that division including, without limitation, playing down numbers, applicability of FIFA (as defined herein) rules and length of play periods.
- e. Be consulted by the President in setting the game schedule; and
- f. Assist the President, as necessary, in scheduling makeup games.

ARTICLE VI: League Administrator

Section 1 The Executive Committee shall appoint a League Administrator, whose identity will not be disclosed to anyone other than the Executive Committee and the Division Coordinators. The League Administrator shall:

- a. Collect all registrations from the League’s post office box, adhering strictly to registration deadlines and penalties.
- b. Maintain the database of current and past players and supply mailing labels for League mailings
- c. Provide information to the Division Coordinators as needed so that the Division Coordinators may carry out team placement and/or draft procedures as applicable.

ARTICLE VII: ELECTIONS

Section 1 By the end of the Spring season during an election year, the Board of Directors shall elect a Nominating Committee, in accordance with Article XII, Section 1(e) hereof, to investigate and solicit interest of any League member in serving as an officer. The Nominating Committee shall also prepare a slate of candidates for each officer position. The Nominating Committee shall provide its nominations to the Executive Committee and to the members of the Board at least one (1) month prior to the Annual Meeting and shall present such nominations to the Board of Directors at the Annual Meeting. Additional nominations to League officership may be made from the floor at the Annual Meeting by any member of the League.

Section 2 Officers of the League shall be elected to two-year terms by a majority of the Board of Directors at the Annual Meeting. The election will be held bi-annually. If a Board Member is unable to attend the election, a vote in writing may be submitted to the President prior to the election. Officers shall be voted in the following order: President, Vice President, Treasurer, Secretary, Division A Coordinator, and Division B Coordinator.

There shall be a limit of two (2) members from any one team serving on the Executive Committee, although any number of active members from each team may place their names in nomination.

Section 3 If any office of the League is vacated or is declared vacant by a two-thirds vote of the Board of Directors, the remaining members of the Board may fill this office for the remaining unexpired term by a majority vote.

Section 4 The President shall remain in office no more than two consecutive terms, which is four

consecutive years.

Section 5 Any League member shall be eligible for nomination as an officer.

Section 6 Each team shall have at least one team member serve as a Team Representative. Each team shall have one seat on the Board of Directors, which seat shall be held by a Team Representative. No team shall have more than one vote on the Board on behalf of their team regardless of the number of players who share the duties of Team Representative. Team Representatives shall be voted by a majority of members of each team at the team's first practice each Spring. Team Representatives shall serve for one year (Spring and Fall Seasons), and may be re-elected to serve an unlimited number of terms. A team representative will not lose her status during her one year term due to injury or pregnancy if she desires to continue her duties as team representative.

Section 7 A Coaches Representative shall be voted by a majority of the coaches held prior to the Spring Regular Season. In the case of a tie, the President shall cast the tie-breaking ballot. The Coaches Representative shall serve for one year (Spring and Fall seasons), and may be re-elected to serve concurrent terms.

ARTICLE VIII: MEETINGS

Section 1 The Annual Meeting of the Board of Directors shall be held during the month of November or at such other time as determined by the Executive Committee.

Section 2 Meetings of the Executive Committee or of the Board of Directors shall be held at such times and places as are necessary and convenient to carry on the business of the League. Such meetings may be called by the President or by written request of three (3) members of the Board.

Section 3 All Board of Directors' meetings shall be open to all League members, but only members of the Board or the appropriate committee (in the case of committee meetings) may vote.

Section 4 The Secretary shall provide reasonable notice of any meeting of the Board of Directors to the members of the Board.

Section 5 Each team shall be represented by a Team Representative or her substitute and attend at least three-fourths of all Board meetings during the course of any given year. It is the responsibility of the Team Representative to see that this requirement is met. A substitute representative may be appointed by a Team Representative from time to time to act as substitute for a specific meeting, and at such a meeting this authorized substitute may vote in the Team Representative's stead.

ARTICLE IX: MEMBERSHIP

Section 1 Division A membership shall be open to all women age 21 or older by the first game of the current season. Division B membership shall be open to all women age 25 or older by the first game of the current season.

Section 2 Membership shall consist of players who fall into the following categories:

1. Returning Players:

- *Division A*— players who played in a previous Spring season and were included in any Spring Season player assignment/draft; and
- *Division B* – players who played in a previous Spring season.

2. Returning Fall Players – returning players who have only played in a previous Fall season and were not included in any Spring season player assignment/draft.
3. New Players – players who are new to the League.

When a player has achieved “Returning Player” status, that person shall be considered a Returning Player despite one or more seasons of non-participation in the League for any reason, including without limitation relocation, scheduling conflicts, pregnancy or injury. When such a player returns to the League, that player shall resume her Returning Player status.

Section 3 To be an active member of the League, players must complete the registration form, insurance forms and pay seasonal dues and applicable fees. A player must be an active member of the League before they may play in any game. Seasonal dues or applicable fees for any season may be waived by the Executive Committee on a case by case basis.

Section 4 Membership shall be open to all eligible women regardless of race, color, religion, or national origin.

ARTICLE X: ORGANIZATION

Section 1 Seasons. The League shall offer two seasons: Spring and Fall. The League shall offer two divisions: Division A and Division B.

a. Division A shall play 11 v 11 on a full-sized field and shall follow the Fédération Internationale de Football Association (“FIFA”) published rules of play. In the Spring season, there shall be Regular Season games followed by post-season playoffs. In the Fall season, there shall be Regular Season games without post-season playoffs. Open subbing, within restrictions set in the League Rules, shall be allowed during the Fall season only.

b. Division B shall play 11 v 11 on a full-sized field Its seasons shall consist of Regular Season games without post-season playoffs. Division B shall follow the FIFA published rules of play, subject to certain modifications established by the Board of Directors, including a prohibition against slide tackling. Open subbing, within restrictions set in the League Rules, shall be allowed.

Section 2 Equipment.

a. The League will furnish each player with a soccer shirt. If a team's sponsor remains the same, these uniforms shall be re-used in subsequent seasons, depending on their condition. The Vice President may determine, in her sole discretion, that it is advisable and necessary to replace the uniforms of one or more team’s despite sponsor continuity.

b. Items such as soccer shoes and shin guards will not be supplied by the League. Each member is responsible for obtaining such equipment; such equipment must be worn at all practices and games.

Section 3 Teams. The number of teams in each division and the number of players per team will be determined by the Division Coordinators and Executive Committee each season based on registration results.

Section 4 Period Length.

- a. Each game shall consist of two (2) 40-minute halves. Team Representatives may, in consultation with the referee, mutually agree to halves shorter than 40 minutes.

Section 5

Abandoned Games During Division A Spring Season. If a game is abandoned prior to the completion of the first half, the game shall be void and not counted as a game played, although the penalties for misconduct shall not be voided. If a game is abandoned after the completion of the first half, the game is counted as a game played and the score at the time of the abandonment is the official score.

Section 6

Required Players.

- a. Division A. A team shall be allowed to begin a game with fewer than eleven (11) players if necessary, but must have a minimum of seven (7). If at any time a Division A team has fewer than 11 players, the opposing team may have no more than 2 additional players on the field during the competition. By way of example, if Team A has 8 players, Team B may field no more than 10 players.
- b. Division B. For an 11 v 11 game, a team shall be allowed to begin a game with at least seven (7) members of its roster, and may be allowed up to four (4) substitute non-rostered players to bring the total number to fourteen (14).

Section 7

Playing Time.

- a. Division A. All rostered players shall play a minimum of 20 minutes during each game they attend. However, injured or sick players shall be exempted from this rule. In addition, if a player arrives after the game has reached half-time, or beyond, the Head Coach shall decide on that player's playing time for the remainder of the game.
- a. Division B. The team and the Head Coach shall make every attempt to equalize playing time among the rostered players, subject to the needs or requests of some players to have more rest time than other players. The team and the Head Coach shall make every attempt to use substitute non-rostered players only to the extent needed to rest rostered players.

Section 8

Penalties. Any player that receives a red card or a second yellow card (for the season) will be suspended from the remainder of that game and from her team's next scheduled game. It shall be the responsibility of the Team Representative to monitor the penalties accumulated by her team's players. Should a player fail to remove herself from the remainder of a game in which she receives a red card or her second yellow card, she shall be suspended from her team's next two full games. All penalties shall be awarded at the sole discretion of the referee. No exceptions shall be made under any condition.

Section 9

Overtime. Any Division A or Division B Regular Season game that is tied at the end of regulation shall be recorded as a tie, no overtime shall be played.

Section 10

Protests

- a. In keeping with the stated purpose of the League, the decisions of the official shall be final. No protests shall be allowed based upon judgment of the officials. Any protests of the rules must be submitted in writing within 48 hours to the League President. The President shall bring these protests to the attention of the Executive Committee, and a decision shall be rendered by the Executive Committee before the next scheduled game.

- b. The Board of Directors shall have the final jurisdiction provided however, that the Team Representatives or coaches (if one such coach is the Coaches Representative) of teams involved in the contested game shall not vote on this issue. A protest may be withdrawn in writing by the protesting coach or Team Representative at any time up to the time that a final decision is rendered by the Board of Directors.

Section 11

Division A Spring Post-Season Play.

a. Standing. Playoff standings shall be based on final Regular Season standings. Standings shall be based on a point system. Each win counts as three (3) points, each tie counts as one (1) point, and each loss counts as zero points. If two teams are tied at the end of the season, their final standings shall be based on the winner of the game in which they played each other during the season (head-to-head). If that game was a tie, the team who scored the most goals during the season shall be declared winner. Should that number also be a tie, the team with the least goals scored against them shall be declared winner.

b. Participation and Bracket. The Executive Committee shall determine the number of teams that may participate in the playoff tournament. At the completion of regular season play, the Division A Coordinator shall identify the teams who will participate in the playoff tournament based on final regular season results.

c. Organization. The Division A Coordinator shall establish the tournament brackets. As between the teams certified to be playoff tournament participants, the bracket shall provide for the team with the most accumulated points as a result of regular season play ("Points") to play the team with the fewest Points; the team with the second greatest Points shall play the team with the second fewest Points and so forth. Only registered players who are on a team's roster prior to the second to last game of the Regular Season shall be eligible for post-season games. In playoff and championship games that are tied after regulation, two ten-minute overtime periods shall be played. If a playoff game completes regulation time and overtime in a tie, penalty kicks will be used to decide the winner according to the following guidelines:

1. Official FIFA rules for conducting a penalty kick shall apply.
2. Only the 11 players on the field at the end of the second overtime period may participate in the penalty kicks. Any of these players may be assigned the goalie position.
3. Five players from each team shall be chosen from the 11 eligible players to shoot on goal. Teams shall alternate shooting one shot each; the team shooting first shall be determined by a referee's coin flip. If still tied after all five team penalty shots, then the next six players from each team shall alternate one shot each in a "sudden-death" penalty shot until a winner is declared.

Section 12

Division A Fall Post-Season Play. The Division A Fall Season will consist only of Regular Season games, with no playoffs.

Section 13

Division B Post-Season Play. The Division B Spring Season will consist only of Regular Season games, with no playoffs.

ARTICLE XI. DIVISION A REGISTRATION AND TEAM ASSIGNMENT/DRAFT

Section 1

Teams. After the registration period ends each season, the Division A Coordinator shall

determine the number of teams and the any team roster limitations.

Section 2 Categories. Registrants will be categorized as follows: Returning Players, Returning Fall Players, and New Players. Where applicable, within each category, priority shall be given to players in the order that their registrations were received.

Section 3 Placements. Subject to team roster limitations, Returning Players shall be placed on the team for which they played the preceding Spring Season, unless they request a team change in writing on their registration form. Subject to team roster limitations, Returning Fall Players shall be placed on the team for which they played the preceding Fall Season, unless they request a team change in writing on their registration form. Subject to team roster limitations, (i) any Returning Player requesting placement on a team will be given preference over a Returning Fall Player or a New Player requesting placement on the same team and (ii) any Returning Fall Player requesting placement on a team will be given preference over a New Player requesting placement on the same team.

Section 4 Spring Season Player Assignment/Draft:

- a. Assignment/Draft. Each Spring, the Division A Coordinator shall conduct a assignment/draft for Returning Players, Returning Fall Players and New Players prior to the beginning of the Regular Season.
- b. Team Age Composition: After the registration period ends, the Division Coordinator, with the assistance of the Division A Team Representatives, shall determine the minimum number of players per team. Prior to the draft, each team's roster shall be assessed by the Division Coordinator in terms of number and age of players. In an effort to balance the age composition of each team in relation to the other teams, the Division Coordinator shall then determine how many slots from each age category are available to each team for the draft. The age categories are as follows: 21-23; 24-26; 27-30; 31-34; 35-39; 40 and over.
- c. Assignments. The Division Coordinator shall assign Returning Players and Returning Fall Players to teams in accordance with Section 3 hereof. The Division Coordinator shall then assign New Players, where possible and advisable in her sole discretion, to a team that such New Player has requested.
- d. Master Draft List: Following the completion of assignments, the Division Coordinator shall prepare of a Master Draft List and Draft Order to be presented to each Team Representative prior to the draft. For the Master Draft List, all Players included in the draft shall be categorized by age, playing experience and field position.
- e. Draft Order. Teams will draft players from the Master Draft List in the five (5) age categories (depending on team age composition) in reverse order of their team's prior Spring Regular Season win-loss record. Ties shall be resolved by a coin flip or mutual agreement.
- f. Draft Including Expansion Teams. To determine drafting order for new (expansion) teams, a lottery system will be used. Any new team shall draft first. Existing teams will then draft as usual, i.e. reverse order of finish in prior Spring Regular Season. After the first round, the same order of drafting will be repeated until all members are drafted. For the first five rounds the expansion teams will select players as follows:

1st & 2nd Rounds

2 players

3rd & 4th & 5th Rounds	3 players
6th & subsequent Rounds	1 player/round

Existing teams will draft 1 player per round.

- g. Fall Season Substitute List. In the Fall Season, at the request of any Division A player, the Division Coordinator shall place that player on the Division A substitute list instead of assigning her to a team roster. To the extent, pursuant to these bylaws, that a team is permitted to use a substitute for a game, that team may request, but not require, any member of the Division A substitute list to substitute for a game. Any Returning Player or Returning Fall Player who chooses to register as a substitute for one or more seasons may choose to return to her most-recently assigned team without penalty in a future season.
- h. Player Pool: Players not drafted onto any team due to space limitations shall be placed in a player pool. Players in the player pool shall be eligible for available space on team rosters, according to the Registration Guidelines, in the order in which their registration was received, provided that residency quotas set by Department of Leisure Services have been met. Team representatives may opt not to choose additional players from the player pool. (See also "Rosters" under League Rules.)

Section 5

Notwithstanding the foregoing, the Executive Committee reserves the right to distribute and/or redistribute any Division A players as may be in the best interests of the league. Any distribution or redistribution of existing Division A teams will be completed in consultation with all existing Division A team representatives and shall be approved by a majority vote of the Executive Committee and existing Division A team representatives.

Section 6

Rosters

- a. All registrations must be received and rosters frozen on the day before the first game of the season.
- b. The Division Coordinator shall determine the eligibility for all players in her division at her sole discretion.
- c. In the event that a team has less than the number of permitted players at any time during the season, the Division Coordinator may add players from the player pool, at the request of the Team Representative. The team shall be assigned the first player from the player pool within the age category in accordance with the Registration Guidelines.
- d. Any team that uses an unregistered player shall forfeit any games in which such player appears. The determination of the registration status of the player in question shall be made by the Division Coordinator at her sole discretion.

Section 7

Absenteeism

- a. *Without Notice*. Team representatives shall inform the division coordinator when a player fails to attend more than two games without prior notice to the team representative. The division coordinator shall give the player a verbal warning. If a third absence occurs without notice, the affected player shall not be eligible to participate in the league in the following season absent extraordinary circumstances. The Division Coordinator shall communicate to such player that she is ineligible to participate. The affected player may appeal such determination of ineligibility to the Board.

- b. *For Any Reason.* If a player, for any reason, fails to play in 5 or more regular season games, then, upon request of the team representative, the Division Coordinator shall determine the appropriate treatment of such player, including matters relating to team placement, in her sole discretion, and shall communicate such determination to the affected player. This determination may include losing “returning player” status, placement back into the draft with new players, and/or ineligibility to participate in the following season. The affected player may appeal such determination of ineligibility to the Board.

ARTICLE XII. DIVISION B REGISTRATION AND TEAM PLACEMENT

- Section 1 B Division Registration Categories. Registrants will be categorized as follows: Returning Players, Returning Fall Players and New Players. Within each category, priority shall be given to players in the order that their registrations were received.
- Section 2 Placement. Returning Players shall be placed on the team for which they played in a previous season, unless they request a team change in writing on their registration form.
- Section 3 Assignment. The B Division Coordinator shall place new B players on Division B teams, honoring requests for specific teams whenever possible, keeping in mind the intent of the league to maintain teams of equivalent skill level.
- Section 4 Substitutes. At the request of any Division B player, the Division Coordinator shall place that player on the Division B substitute list instead of assigning her to a team roster. To the extent, pursuant to these bylaws, that a team is permitted to use a non-rostered substitute for a game, that team may request, but not require, any member of the Division B substitute list to substitute for a game. Any Returning Player who chooses to register as a substitute for one or more seasons may choose to return to her most-recently assigned team without penalty in a future season.
- Section 5 Player Pool. Division B Players not assigned to a team due to space limitations shall be placed in a player pool. Players in the player pool shall be eligible for available space on team rosters, according to the Registration Guidelines, in the order in which their registration was received. Team representatives may opt not to choose additional players from the player pool.
- Section 6 Rosters
- a. All registrations must be received and rosters frozen on the day before the first game of the season.
 - b. The Division Coordinator shall determine the eligibility for all players in her division at her sole discretion.
 - c. In the event that a team has less than the number of permitted players at any time during the season, the Division Coordinator may add players from the player pool, at the request of the Team Representative.
 - d. Any team that uses an unregistered player shall forfeit any games in which such player appears. The determination of the registration status of the player in question shall be made by the Division Coordinator at her sole discretion.
- Section 7 Absenteeism

- a. *Without Notice.* Team representatives shall inform the division coordinator when a player fails to attend more than two games without prior notice to the team representative. The division coordinator shall give the player a verbal warning. If a third absence occurs without notice, the affected player shall not be eligible to participate in the league in the following season absent extraordinary circumstances. The Division Coordinator shall communicate to such player that she is ineligible to participate. The affected player may appeal such determination of ineligibility to the Board.
- b. *For Any Reason.* If a player, for any reason, fails to play in 5 or more regular season games, then, upon request of the team representative, the Division Coordinator shall determine the appropriate treatment of such player, including matters relating to team placement, in her sole discretion, and shall communicate such determination to the affected player. This determination may include losing “returning player” status, being required to register as a substitute until such time as the team representative confirms regular attendance, and/or ineligibility to participate in the following season. The affected player may appeal such determination of ineligibility to the Board.

ARTICLE XIII: STANDING COMMITTEES

Section 1

The League may have an unlimited number of standing committees, whose chairpersons will report as to the activities of said committees at appropriate meetings of the Board of Directors. Such standing committees shall include the following:

- a. Clinic Committee: The Clinic Committee shall be appointed by the President promptly after each Annual Meeting, whose duty it shall be to plan a number of pre-season clinics.
- b. Party Committee: The Party Committee shall be appointed by the President promptly after each Annual Meeting, whose duty it shall be to plan the League's Party(ies). They shall be responsible for securing location, entertainment and refreshment, and for producing the event. Expenditures must be approved by the Executive Committee prior to the event.
- c. Publicity Committee: The Publicity Committee shall consist of a Chairperson and each Team Representative. The Chairperson of the Publicity Committee shall be appointed by the President promptly after each Annual Meeting, whose duty it shall be to keep track of team statistics (such as goals and assists per player) and season win - loss records, and to report statistics and game highlights to appropriate news media. Team Representatives shall assist the Chairperson in these duties.
- d. Rules Committee: The Rules Committee shall be appointed by the President promptly after each Annual Meeting, and shall include at least three (3) members of the Board of Directors. They shall be responsible for an annual review of the League By-Laws and Rules, and shall recommend changes, additions or deletions of same to the Board of Directors as they deem fit.
- e. Nominating Committee: The Nominating Committee shall be appointed by the Board of Directors before the end of the Spring season during an election year, and shall include not less than three (3) but not more than (5) members of the League. A majority shall not be current members of the Executive Committee. The Nominating Committee shall actively solicit advice as to appropriate candidates from all members of the League. They shall present a slate of candidates for each officer position consisting of at least one candidate per position to the Board of Directors at least one month prior to the Annual Meeting. The Nominating Committee shall endeavor to nominate an equal number of candidates from the

A and B divisions and, in any case, the Nominating Committee's presented candidates (as a group) shall include no more than one member of any League team.

- f. Grievance Committee: The Executive Committee shall act as a Grievance Committee in the handling of all protests and all complaints against any persons associated with the League (players, coaches, referees and spectators). This committee will gather and consider all evidence, including the explanations of the parties involved in the protest or complaint where applicable. The committee shall have the authority to take disciplinary action in accordance with Code of Conduct, adopted by the Board and amended from time to time. In cases warranting discipline beyond that outlined in the code of conduct, including suspension for a full season or permanent removal from the league, the committee shall recommend a course of action to the Board for action at its next meeting. If a member of the Executive Committee is lodging a complaint or protest or is the source of a complaint or protest, she shall be excused from the committee's determination regarding such a complaint or protest.
- g. Audit Committee: An Audit Committee of at least two (2) but no more than three (3) members shall be appointed by the President promptly after each Annual Meeting, whose duty it shall be to audit the Treasurer's accounts at the close of the fiscal year and to report to the league within sixty (60) days of the end of the Fiscal Year. The President shall chair this committee, and the Treasurer shall be an ex-officio member of the committee.

ARTICLE XIV: FINANCES

- Section 1 Revenue shall be derived from registration fees, sponsor contributions, donations and other forms of fundraising as may be approved by the Board of Directors from time to time.
- Section 2 Income will not accrue to individual members, either individually or collectively, except that the League shall be empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the exempt purposes for which it was formed and as is provided in the Annual Budget and required pursuant to law.

ARTICLE XV: DISSOLUTION AND LIQUIDATION

- Section 1 Upon dissolution, either by the initiative of the officers and/or active members of the League, the disposition of remaining assets after all debts and obligations have been liquidated will be in accordance with a majority vote of the Board of Directors at a duly constituted meeting.

ARTICLE XVI: ADOPTION

- Section 1 These Amended and Restated By-Laws shall be adopted, subject to approval by a majority vote by the Board of Directors at a duly constituted meeting for such purpose.

ARTICLE XVII: WAIVER

- Section 1 Recognizing that extenuating circumstances may exist from time to time, the Board of Directors is authorized to consider request(s) for exceptions ("Request(s)") provided that any such Request(s) must be (a) submitted in writing and (b) must fully describe the extenuating circumstances. Request(s) shall be evaluated by the Executive Committee on their individual merits, and the Executive committee shall present the Request and its recommendation for action to the Board of Directors for approval.

ARTICLE XVIII: AMENDMENT

Section 1 Proposed changes in the By-Laws must be presented in writing to the Executive Committee and incorporated in a notice of meeting sent to all members of the Board of Directors. The By-Laws or any section thereof may be amended or repealed by two-thirds vote of the quorum at a meeting of the Board of Directors following written notice of the proposed change (providing a quorum is present).

ARTICLE XIX: CODE OF CONDUCT

Section 1 The Board acknowledges the importance of maintaining a safe and positive playing environment for all of the players in the league and may adopt a Code of Conduct for players, acceptance of which is required with registration. The acceptance or amendment of the Code of Conduct may be approved by a majority vote of the quorum at any meeting of the Board of Directors (providing a quorum is present).