

DAVID DOUGLAS SOCCER CLUB BYLAWS

ARTICLE I-NAME

The name of the organization shall be the "David Douglas Soccer Club, Inc.", hereinafter referred to as DDSC. The DDSC is and shall be a non-profit organization.

ARTICLE II - OFFICES

The principal office of the DDSC in the State of Oregon will be the residence of the club President. The DDSC may have other offices as the Board of Directors may determine.

ARTICLE III - PURPOSE

The purpose of the DDSC shall be to teach the skills, rules and regulations of soccer; to foster the atmosphere of sportsmanship and team play at all times; to promote the game of soccer; and to organize and facilitate game play for youth players.

The DDSC supports players and teams at recreational and competitive levels.

The DDSC, its teams, or its members shall not discriminate at any time because of race, color, religion, sex, or national origin.

ARTICLE IV - AUTHORITY

The final authority of this club shall be vested in the membership which shall elect a Board of Directors. This elected Board shall exercise the right of decision on all matters pertaining to club affairs between annual general meetings. This authority is subject to the following restrictions:

No part of the net earnings of the corporation shall insure the benefit, of, or be distributable to its members, trustees, officers, or other private persons, except, the corporation shall be authorized and empowered to pay the reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III of these Bylaws.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for political office.

The corporation shall not carry on any other activities not permitted to be carried on by(A) a corporation exempt from federal income tax under Section 501c3 of the Internal Revenue Code (or the corresponding provision of any future United States International Revenue Law).

Upon dissolution of the corporation, the Board of Directors then in existence shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the organizations organized and operated exclusively for the purposes qualifying it as an except organization under Section 501c3 of the Internal Revenue Code (or the corresponding provision of any future United Sates Internal Revenue Law), as the Board may determine.

The Board of Directors may authorize any officers, agent or agents of the corporation in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agents of the corporation and by such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or the Secretary of the Corporation.

All funds of the corporation shall be deposited from time to time to the credit of the corporation's financial activities to identify an irregularities and or errors 30 days prior to the annual general meeting.

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purpose or any special purpose or any special purpose of the corporation. To insure recognition of all gifts, contributions, bequest or devises the accepting officer will formally advise the Board of Directors at the next Board meeting of the receipt of such.

ARTICLE V - MEMBERSHIP

Application of players desiring membership in the DDSC shall be submitted in writing to the Board in the format prescribed by the Board. All applications shall be accompanied by the annual fee, as established by the Board, and legal documentation of the applicant's age. Acceptance by the Board of the foregoing shall constitute approval of the application. All members shall abide by the rules and regulations of the DDSC.

The DDSC shall provide secondary athletic insurance for each member player as proved by the Oregon Youth Soccer Association.

ARTICLE VI - ORGANIZATION

The Board shall have the right of decision on all matters pertaining to club affairs except as restricted in Article IV. The Board will conduct the business of the DDSC and shall be composed to elected officers.

The term of office for an elected officer shall be two (2) years, with the exception of the Coaches Representatives who shall be elected annually. Term of office shall begin the first day of the month following the annual general meeting. The offices of President, Treasurer, one (1) Registrar, one (1) Referee Coordinator, one (1) field & Equipment Coordinator, Newsletter & Communication Coordinator, Classic/Competitive representative, one (1) Sponsorship & Fund-raising Coordinator shall be elected in odd numbered years. The offices of Vice President, Secretary, one (1) Registrar, one (1) Referee Coordinator, one (1) Field & Equipment Coordinator, one (1) Sponsorship/Fund-raising Coordinator shall be elected in even numbered years. All officers are eligible for election to the same office or any other office at succeeding elections. Any officer reelected to the same position remains in the same status of the position. Vacancies occurring subsequent to elections shall be filled by the majority vote of the Board; except it the office of President I vacated, the DDSC Vice President shall succeed to the office of the President, at the Board will elect a new Vice President. The term of office for officers elected by the Board shall expire with next annual general meeting following such elections. The remaining term of any vacant office shall be filled by majority vote of the accredited delegates present at the annual general meeting.

Executive Board:

The executive board includes the President, Vice President, Secretary, Treasurer, and Registrars. The executive board will meet at the request of any of the executive board members. Two week notice of a meeting must be given to the Executive Board members, but can be waived with consent of all of the Executive Board members. The Executive Board cannot make final decisions for the club, but will make recommendations to the board regarding any and all issues regarding the management and operation of the club.

OFFICERS:

PRESIDENT: This member shall supervise all activities of DDSC and the Board. This member will serve as Chairman at all DDSC and Board Meeting. This member shall present the DDSC at CRYSA (Columbia River Youth Soccer Association) meeting, OYSA (Oregon Youth Soccer Association) meetings, and other meetings as required. This member shall call DDSC general meetings or Board meetings as needed, or when fifty percent (50%) or more of the elected officers request a meeting. This member shall act as a spokesperson for the DDSC. In this member's capacity as Chairman of the Board, they shall vote only in the case of a tie.

VICE PRESIDENT: This member shall assume the duties of the President in his or her absence. This member shall assist the President as required. This member shall be the head of all committees and may appoint other special officers as required. This member shall be a voting member of the Board.

SECRETARY: This member shall attend to and file all correspondence, record and prepare all meetings' minutes, distribute all meeting minutes to members of the Board and all coaches prior to any subsequent meeting. This member shall notify all Board members on all matters pertaining to meetings. This member shall create and maintain Board members notebooks containing current Bylaws, rosters, phone numbers, league rules, other pertinent information specified by the Board. This member shall maintain a current phone tree for efficient communication on matters concerning the DDSC. This member shall be a voting member of the Board.

TREASURER: This member shall be responsible for all of the financial affairs and activities of the DDSC. This member shall keep an accurate, informative, timely, and verifiable record of all money received and disbursed by the DDSC. This member shall prepare and submit all papers required to meet government (local, state, federal) laws and regulations. This member shall prepare and submit an annual budget for approval by the DDSC membership at the annual general meeting. This member shall assist on all financial reviews and audits. This member shall maintain the commercial accounts (checking, saving, trust, investment) of the DDSC. This member shall be a voting member of the Board.

REGISTRARS - (TWO, 2): These members shall be responsible for the registration of all DDSC members. They shall keep accurate and timely information on all DDSC members and teams. These members shall establish, publicize, and enforce all registration procedures of the DDSC. They shall be responsible for the creation of the DDSC teams in accordance with established DDSC, CRYSA, and OYSA guidelines. These members shall be responsible for submitting team rosters to OYSA, the Board, and the DDSC coaches in a timely manner. They shall be responsible for securing the secondary insurance coverage as provided by OYSA for all DDSC members. These members shall be voting members of the Board, each with one vote.

REFEREE COORDINATORS - (TWO, 2): These members shall be responsible for recruiting, training and maintaining a pool of qualified referees for officiating at all DDSC home games. They shall report to and advise the Board of all matters and activities pertaining to referees and game officiating. They shall submit to the board for its approval a scale of compensation for the referees and shall arrange for their payment. These members shall be responsible for maintaining current copies of the Rules and Laws of the game for the DDSC and shall advise the Board of any changes. These members shall be voting members of the Board, each with one vote.

NEWSLETTER AND COMMUNICATION COORDINATOR: This member shall be responsible for the creation, publication, and distribution of four (4) quarterly newsletters to the DDSC membership, Board, and DDSC sponsors by February 15th, May 1st, August 15th, and November 15th. They shall create and distribute a written invitation to all DDSC members, coaches, and Board members thirty (30) days prior to the annual general meeting. This member shall be a voting member of the Board.

FIELD AND EQUIPMENT MANAGERS- (TWO, 2): These members shall be responsible for the purchase, maintenance, disposition, and accountability of all of the DDSC uniforms and equipment to the DDSC teams. These members shall establish and communicate the responsibilities for the DDSC uniforms and equipment to all members and coaches of the DDSC. These members shall be responsible for field maintenance, layouts, and lining as necessary. They shall head any field maintenance work parties or committees. These members shall secure the necessary use permits for all game fields with the David Douglas School District and the Portland Parks Department. These members shall be voting members of the Board, each with one vote.

CLASSIC/ COMPETITIVE REPRESENTATIVE - (ONE, 1): This member shall oversee the activities of all Classic teams organized within the DDSC to insure their compliance with OYSA, CRYSA, and DDSC rules and regulations. They shall assist the Classic teams with their organization, tryouts, team registration, field selection, and equipment requirements. This member shall be a voting member of the Board.

COACHES REPRESENTATIVES - (THREE, 3): These members shall be elected by a majority vote of the DDSC coaches prior to or at the annual general meeting. There shall be one representative for each of the following groups: Mini's Representative, Girls' Representative, and Boys' Representative. These members shall be responsible for the coordination and communication of all DDSC events, activities, and meeting with the coaches of the DDSC. They shall work together and in conjunction with the Head Coach to develop ongoing training and coaching development programs for the DDSC coaches. These members shall be responsible for locating coaches for coaching vacancies on teams as necessary. The President will appoint or designate a Coaches Representative in the event of a vacancy until the majority of coaches can elect a replacement. These members shall be voting members of the Board, each with one vote.

HEAD COACH: This member shall be elected annually at the option of the Board by two-thirds (2/3) majority at the January or February meetings. The Head Coach will receive compensation at the discretion of the Board. The amount of compensation will be set at the beginning of the Head Coaches term. This member shall be responsible for the training, education, and development of the DDSC members and coaches. They will be available to any team or coach to assist in the development of soccer techniques and tactics. This member shall organize and conduct two (2) annual training camps; one (1) in the spring prior to spring league and one (1) in the summer prior to the fall league. The Head Coach will be twenty-one (21) years of age or older. This member shall be a voting member of the Board.

TEAM COACHES : (One, 1, for each current team in the club):

This is a non elected position. There will be one team coach for each team in the club. A team coach will be responsible for coaching and managing one club team. The coach will also be responsible for managing their team at all the games, scheduling and managing practices. Each Team Coach shall be a voting member at all general and board meetings. Each with one vote.

FISCAL YEAR:

The DDSC fiscal year shall be from July 1st through June 30th. The DDSC books will be closed in accordance with the fiscal year for all purposes. In accordance with the Oregon Youth Soccer Association the term of individual dues shall be September 1st through August 31st.

OFFICER REMOVAL:

All requests for removal of a Board Officer or Coaches Representative must be in written form, should detail the reasons for removal, and be signed by the person and or persons initiating the action. Removal of an existing officer or coach's representative will require the formation of a Tribunal which shall be appointed by the Board to investigate and review the accusations and conduct of the accused officer or coach's representative. The tribunal will consist of five (5) DDSC members currently serving on the Board. The Tribunal shall serve for Fifteen (15) calendar days. Upon unanimous vote of the Tribunal a general meeting of the DDSC membership will convened for the purpose of removing the designated officer or coach's representative. At the general meeting the findings of the Tribunal will be reviewed and the accused party will be afforded sufficient opportunity for explanation or rebuttal. Following the presentation by the Tribunal and the accused response a vote of removal shall conducted. Upon two-thirds (2/3) - majority vote of the accredited attending member in the affirmative for removal the officer or coaches' representative will be removed. The vacant position will be filled in accordance with these Bylaws.

COACH REMOVAL:

All requests of the removal of a Coach must be in written form, should detail the reasons for removal, and be signed by the person and or persons initiating the action. Upon receipt of such a request the Board shall immediately suspend the accused coach pending and investigation into the details of the request. If upon investigation by the Board it is determined that the request is justified and the accused Coach has acted in a manner inconsistent with the Purpose of the DDSC as outlined in Article HI of these Bylaws a vote for removal will be conducted. Upon two-thirds (2/3) - majority vote of the Board a DDSC Coach may be removed from the roster of their team and be denied the coaching privileges of the DDSC. Appeal in written form by the coach will be considered by the Board. An appearance by the Coach before the Board to review an appeal will be required before a final decision is rendered.

DISCIPLINARY PROCEDURES:

It is the desire of the DDSC to promote an atmosphere of good sportsmanship and fair play at all practices and games, whether at home or away. Any player, coach, or spectator violating basic good sportsmanship or the tenants set fourth in Article III of these Bylaws who is a member of the DDSC or is attending a practice or game as a spectator of DDSC will be subject to disciplinary actions up to and including suspension from the DDSC or suspension form attending games and practices. If a

coach has a consistent problem (more than one incident) with a player or spectators behavior, the coach shall forward a written report to any Board member for appropriate action. Likewise if a player, player parent, or spectator has a consistent problem with a coach they also should submit a written report to the Board for appropriate action.

Any coach, player or spectator violating basic good sportsmanship or the tenants set fourth in Article II of these Bylaws who is a member of DDSC or is attending a game as a spectator of DDSC will be subject to disciplinary actions up to and including suspension from the Club or suspension from attending games. It is the desire of the Board to promote an atmosphere of good sportsmanship and infrequent, that detract from the ideals of good sportsmanship and fair play and that these events must be dealt with to assure th4e safety and well being of the referees, coaches, assistants, players and the general public. It is for the safety of all parties that this article has been written. The following is meant to be non-discriminatory and to apply equally to any party conducting themselves in an unsportsmanlike like manner and to deal with the prescribed various levels of disciplinary actions that the Board deems appropriate for any given level of misconduct.

The coach shall be the spokesperson and Club representative at all games and as such will receive official penalties of the misconduct of all non-player persons that the referee deems are committing unsportsmanlike like conduct. These penalties may include ejection for the game and the field. It is the coaches' responsibility to control not only their actions but the actions of all people. If the coach has a consistent problem (more than one incident) with player or spectator behavior, the coach shall give a written report to the Board for appropriate action. The following actions were patterned after existing penalties that are already in use in the sport of soccer. Coaches may make an appeal in writing to OYSA. All accusations will be in written form before any action will be taken by the Board. Please keep in mind, the accused coach may be immediately suspended from games and practices until the President, Vice President and /or Head Coach can hold a hearing. The President shall choose three to five hearing committee members. In his absence, the vice president or head Coach will pick and head up the hearing, The committee shall receive all evidence in writing from all parties concerned. It is the committee's right to choose to turn one of all hearing matters over to OYSA. If a coach feels he will be unfairly judged by one or all bard members, he may request board members to be removed and my request outside advice. He may also get advice from the senior Vice President of OYSA. Minimum penalty is a corrective letter form the Board. Maximum penalty is a letter to OYSA requesting that the coach be banned from soccer.

The offending party will be notified in writing and will be allowed a period of time not to exceed ten days from the Board's notification to appeal the Board's action. If a player, player parent, or spectator has a consistent problem with a coach they also should submit a written report to her Board for appropriate action.

PENALTIES

SPECTATORS

<u>VIOLATION</u>	<u>PENALTY</u>
Consistent verbal outbursts	Corrective letter from Board
Verbal outbursts, yellow card	Corrective letter from Board
Verbal outbursts, red card	Must leave immediate field area May not attend next game Corrective letter from Board
Verbal outbursts, red card, 2 nd offense	Must leave immediate field area May not attend next 3 games Letter from Board, next violation Will cause expulsion for season

COACHES AND PLAYERS

<u>VIOLATION</u>	<u>PENALTY</u>
Consistent verbal outburst	Corrective letter from Board
Verbal outburst, yellow card	Corrective letter from Board
Verbal outburst, red card	Ejection from the game Next game suspension
Consistent verbal outburst Red card, 2 nd offense	Ejection from the game 3 game suspension
Profane language	Corrective letter from Board
Continued profane language	Corrective letter from Board Next game suspension
Physical threat, no card	Corrective letter from Board
Physical threat, yellow card	Corrective letter from Board (Possible suspension from next game)
Physical treat, red card	Ejection from game Suspension from next game Season probation Next offense, season suspension Minimum 6 game suspensions
Fighting	Corrective letter from Board Next game suspension
Continued fighting	3 game suspension Season probation
Next incident, season suspension	Minimum 6 game suspension

Minimum suspensions for a carry over to the following year if these infractions occur at the end of the season long suspension would have little or no meaning.

APPEALS

Anyone who was accused of violation Club rules will be allowed to appeal the Board decision up to ten days after the Board has issued its notification. Any penalty shall be in force until a written appeal is received via certified at the Club post office box and signed for by a Board representative. Upon receipt of an appeal letter, the Board will convene a judiciary hearing to hear all sides and give the issue full consideration. The judiciary committee shall be made up of at least three members and not more than five members.

ARTICLE VII - MEETINGS

A quorum of the club shall consist of one - half ($\frac{1}{2}$) of the filled positions of elected voting members board members or 7 voting members, which ever is less, plus the acting chairman.

General and or special meetings shall be held at a time and place specified by the President or the Board. All meetings will be held open to the public. Each individual person attending a meeting is allowed to cast only one vote per issue or election. That vote can be either the members own vote or a proxy vote. Votes will only be accepted from individuals actually present at the meeting when the vote is being taken. Votes are not allowed by telephone, email, fax, Postal Mail or any other means of delivery from an absent member.

The Agenda for the annual general meeting shall be as follows:

- Call to Order
- Roll Call
- Credential Report
- Acceptance of Minutes from previous AGM
- Office Reports
- Unfinished Business
- Proposals for changes to the Bylaws
- Voting on Proposed Bylaw Changes
- New Business
- Election of Officers
- Adjournment

The annual general meeting shall be held on or before the third week of November of each year, preceded by thirty-(SO) day's notification of the time and place to all officers, coaches, and members of the DDSC. Voting members shall consist of the Head Coach of registered team. If the Head Coach is unable to attend, a delegate may be sent from the team via written proxy. All proxy votes must be submitted to the President Prior to the start of the annual general meeting.

Whenever any notice is required to be given under the provisions of the Oregon Nonprofit Corporation Act or under the provisions of the articles of incorporation of the bylaws of corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

The rules contained in the current edition of "Robert's Rules of Order -Newly Revised", copy to be kept by the President, shall guide the DDSC in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order the DDSC may adopt.

ARTICLE VIII - BYLAW CHANGES AND AMENDMENTS

Changes or amendments to these Bylaws may be effected at the annual general meeting upon a two - thirds (2/3) - majority vote of the accredited voting member present

A proposed change or amendment to the Bylaws must be submitted in writing to the Secretary of the DDSC no later then (30) days prior to the annual general meeting to be transmitted to member teams by the Secretary not later than fifteen (15) days prior to said meeting.

In any case in which Bylaws are in conflict with or become in conflict with the CRYSA Bylaws or the OYSA Bylaws, the Bylaws of those Associations shall take precedence, and the DDSC Bylaws shall be amended at the next annual general meeting to eliminate the cause of conflict.

ARTICLE IX - PROVISIONAL RULES

The Board, by a tow- thirds (2/3) majority vote, may from time to time make temporary rules or regulations governing specific cases or not provided for in these Bylaws, but which may be necessary for the carrying out of the objectives of the DDSC.

Provisional rules so adopted will be submitted to the DDSC in accordance with Article VHI as a proposed Bylaw amendment.

ARTICLE X - PLAYER REGISTRATION

Player registration will be conducted in accordance with the rules and regulations of the DDSC. All players shall provide legal proof of age in accordance with the rules and regulations of the DDSC and OYSA.

No coach shall permit a player to participate in any club activity (practices, games, etc.) whatsoever, unless that player is properly listed and assigned by the DDSC Registrar to that team roster.

Teams will be organized by age and will play in the age division specified by the DDSC.

An under - 14 recreation team may have one under - 15 player assigned to the team roster providing said player has not yet entered high school (9 grade). Exceptions to the rule may be approved by the Board.

ARTICLE XI - PLAYER ASSIGNMENT

Any team whose roster is comprised of nine (9) or more players is eligible to play.

Minis shall consist of no more than twelve (12) players.

U-8 through U-10 shall consist of no more than sixteen (16) players.

U-11 through U-14 shall consist of no more than eighteen (18) players.

All players must be assigned to their prospective teams by the DDSC Registrar on the basis of age and team size for the age division. Assignment of players in strict accordance with the Article may result in incomplete teams Any such case will be refereed to the Board who, at then- discretion, may waive age or team size requirements as best fits the occasion.

ARTICLE XII - TEAM SIZE

A team shall have a maximum of fifteen(15) players. If each team in an age division has the maximum number of players, additional players may be assigned by the DDSC registrar up to a limit of eighteen(18), with the consent of the coach for that team.

ARTICLE XIII - TRANSFER OF PLAYERS

A player must play on the same team as during the previous season, except as otherwise specified in the Article.

Any player registered with a DDSC team which has ceased to operate and has been declared defunct by the Board is entitled to be transferred to any other team within the DDSC in accordance with Article XI and with the approval of the Board. The team to which the player is assigned will be approved by the Board.

A player may be removed from a DDSC team with a written letter of request to the DDSC Board specifying the reasons for the removal and signed by the person or persons making the request. However such player cannot request any specific team the player will be assigned in accordance with Article XI of these Bylaws following the approval of the request by the Board.

ARTICLE XIV - COACHING(S)

No head coach shall coach more than one team during fall season.

It's a requirement that all coaches receive some type of approved David Douglas Soccer Club or Oregon Youth Soccer Association sponsored training.

ARTICLE XV - UNIFORMS AND EQUIPMENT

The DDSC colors are red, black and white, with the exception of the goalie who shall wear a contracting jersey color form the rest of the team.

The DDSC shall be responsible for the purchase and disposition of all uniforms and equipment, except for shin guards, shorts, shoes, and balls for each playing season. Shin guards are mandatory for all players (practice and games).

The fall season uniform shall consist of: one shirt and one pair of socks, all in the DDSC colors. The DDSC registration fee will include the purchase of one shirt and one pair of socks which will become the property of the player; however, if the DDSC is in the uniform business the jersey becomes property of the club and **WELL BE RETURNED** at the end of the current season of issue.

Teams wishing to purchase their own uniforms may do so by presenting a sample of the uniform to the DDSC Board of Directors for approval. The colors must be DDSC Colors and must have the DDSC logo on the shirt. Teams purchasing their own uniforms **WILL NOT** be reimbursed by the DDSC for the cost of their uniforms.

Uniforms will be issued by the DDSC for each team player, including the goalkeeper. No player shall be permitted on the field for any league or sate play without the DDSC shirt, DDSC socks (or equivalent of matching color), shin guards, and approved shoes. Any *coach* who willfully violates the above will be subject to suspension with the right of appeal. The Board of Directors shall appoint an interim coach to complete the season.

ARTICLE XVI - FUNDRAISING AND SPONSORSHIP

Any and all fundraising projects shall be approved by the Board. All sponsorship fees shall be set each year by the Board.

ARTICLE XVII - ATHLETIC POLICY

It is the intent of the DDSC that all players be given equal opportunity for practice and game play. Except for injury, suspension or violation of paragraph II, Article VI, disciplinary procedures (see Article VI disciplinary procedures), every player present and in proper uniform shall play one-half (1/2) or more of every game.

Any game and or tournament not approved or sanctioned by OYSA must be approved by the Board prior to play.

ARTICLE XVIII- COMPETITIVE (CLASSIC) TEAMS

Competitive teams will be issued DDSC uniforms, if needed. Competitive teams will be allowed to purchase their own uniforms. The uniforms must comply with the DDSC colors as per Article XVI of these Bylaws. No member of a competitive team can be forced to pay extra money for uniforms.

All fees or expenses in excess of the current annual fee shall be the responsibility of the individual competitive teams, its members, and or sponsors.

ARTICLE XIX - SCHOLARSHIPS

Each year the DDSC will award two (2) five hundred dollars (\$500.00) scholarships to the most qualified male and female applicants of the graduation class as defined by the DDSC Board.

ARTICLE XX - INDEMNIFICATION OF OFFICERS, BOARD MEMBERS, COACHES, EMPLOYEES

DDSC shall indemnify and hold harmless the officers, members of the Board, the coaches, and employees of DDSC (collectively "Indemnities") from and against any and all claims, suits, loss, damage, or injury expense (collectively "Liability"), including attorney fees, incurred by or imposed upon an Indemnity may be a party, or in which the indemnity having been an officer, member of the Board, Coach, or employee of the DDSC, whether or not the Indemnity is an officer, member of the Board, coach, or employee at the time the Liability is incurred, except in such cases where the Indemnity is adjudged guilty of willful malfeasance or malfeasance in the performance of the indemnities duties; provided that in the event of a settlement the reimbursement as being in the best interest of the DDSC. The Foregoing right of Indemnification shall be in addition to and not exclusive of all other rights to which the indemnity may be entitled.

Adopted this 15th day of November, 2007

Signed _____

James Braet, David Douglas Soccer Club President

Provisional Rules adopted March 10, 2008

1 The following rule shall apply to all players. If a player does not attend at least 80% of all of the team practices as scheduled by the coach, is disruptive to practices, or is late to games or practice, the coach, at his/her discretion, may reduce the amount of time the player plays at any game to no less than 1/3 of the total time of the game

2 Any one member, no matter how many positions they hold with the club, is entitled to only one vote, which they can use by attending the meeting or by authorizing a proxy to use the vote, but not both.