

# **Board Procedures**

Last Edited: April, 2013

## Board Responsibilities

The Board must operate the Club in a fashion that is consistent with the Club's Mission Statement. It also has a responsibility to operate the Club on a fiscally sound basis, and in a fashion that encourages the participation and development of children in the game of soccer. In addition to, and consistent with, these general guidelines, the Board must:

- Review/approve all hiring/firing.
- Approve all salaries annually.
- Review/approve budget on at least an annual basis.
- Approve any borrowing or any other form of indebtedness.
- Approve any significant changes to the Club soccer Programs.
- Approve any change in League affiliations.
- Approve any and all business arrangements.
- Annually select Officers.
- Maintain at least a minimum number of Directors (5).
- Follow all Club policies as they pertain to the Board.
- Approve any significant changes to the way the Club does business.

## General Information

- The bylaws of Fusion Soccer Club allow up to 24 board members (Directors).
- Directors can serve a term of not less than 1 year, and up to three consecutive years. The duration of the term is determined upon appointment. Additional terms can be served at the discretion of the Board.
- Directors are expected to make a good-faith effort to attend all Board meetings, and to inform the Chairman in advance when they cannot attend.
- Directors can be members of the Fusion Soccer Club, but they do not have to be members.

## Roles

- The Board elects a Chairman that serves in this capacity for a 1 year term.
- The Chairman must be a Board member.
- The Chairman is elected in a three-step process:
  - Directors nominate persons for the position.
  - Nominated persons accept the nomination.
  - A vote is taken to determine which of the nominees is chosen.
- All board members must vote to determine the Chairman, and whoever gets the most votes wins.
- The Board elects a Secretary in the same fashion as the Chairman.

## **Voting Rules**

- Only the Chairman can bring items up for a vote.
- A quorum is needed for any vote, defined to be a majority of the Board members.
- A simple majority of the Board determines vote outcome.
- Chairman breaks any tie votes.
- Directors are required to abstain from voting on any item for which they have a direct conflict of interest (see Fusion Soccer Club Conflict-Of-Interest policy document).
- Directors may abstain from a vote for any other reason, and the reason need not be disclosed to the Board.
- An abstention does not count against the quorum, but also does not change the number of votes needed for passage.

## **How New Board Members Are Adopted, Renewed, or Removed**

- The Board can add, renew, or remove a director by a vote subject to normal voting rules.