

This document is structured specifically for presentation to the Board of Directors and subsequent distribution to the membership ahead of your next Annual General Meeting (AGM).

Notice of Proposed Amendments to the Bylaws

Sacramento United Soccer Club, Inc.

For Board Review and AGM Voting

Amendment 1: Membership Definition and Voting Rights

Purpose: To clearly define "Member," update the age ranges from U9–U19 to U8–U19 to match current club brackets, and formally link membership status to voting eligibility (including parental voting representation for minors).

Section to be Amended: ARTICLE III (MEMBERSHIP)

The current **ARTICLE III, Section 1 and Section 2** are proposed to be struck in their entirety and replaced with the following:

ARTICLE III: MEMBERSHIP

Section 1. Members of the Corporation.

Membership in the Corporation shall be open, without regard to race, creed, sex, or national origin, to any registered player in good standing within the U8 through U19 youth divisions. A "Member" is specifically defined as:

1. A registered Player on a Sacramento United U8 through U19 team who is in good standing and maintains current payment of any dues assessed by the Corporation; or
2. If the registered Player is a minor, the parent or legal guardian of said Player.

Section 2. Terms of Membership.

Each Member shall remain a Member of the Corporation until they no longer qualify under Section 1 of this Article.

Section 3. Voting Members.

Members in good standing shall have voting rights as set forth in Article IV, Section 5 of these bylaws. For the purposes of voting:

- Any Member who is eighteen (18) years of age or older shall be entitled to cast their own vote.
- For any Member who is a minor (under 18 years of age), the voting right shall be exercised by their parent or legal guardian. No more than one (1) vote may be cast per registered player.

Amendment 2: Addition of Board Positions as Voting Members

Purpose: To officially add the **Director of Grants** (Volunteer Grant Coordinator) and the **Digital Marketing Director** as voting Board Officers, defining their duties, terms, and election cycles.

Section to be Amended: ARTICLE IV, Section 3 (Officers of the Corporation)

Proposed Revision: *(New language underlined)*

Section 3. Officers of the Corporation.

The Officers of the Corporation shall include President, Vice-President, Director of Finance, Director of Membership, Director of Managers, Registrar, Secretary, Director of Grants, and Digital Marketing Director. The Officers shall be elected at the Corporation's Annual General Meeting ("AGM").

Section to be Amended: ARTICLE IV, Section 4 (Duties of Officers)

Proposed Revision: Add subsections **(i)** and **(j)** to the end of Section 4:

(i) Director of Grants. The Director of Grants (Volunteer Grant Coordinator) shall proactively identify, research, and secure grant funding from foundations, corporations, and government agencies to support the club's financial stability, facilities, and player development programs. The Director of Grants shall manage grant timelines, draft proposals, collaborate with club leadership on project budgets, and ensure compliance and reporting requirements for all awarded funds.

(j) Digital Marketing Director. The Digital Marketing Director shall develop, implement, and manage the club's digital presence and social media strategy to enhance engagement across official channels. The Coordinator shall collaborate with the Board of Directors, coaches, and program directors to generate and publish daily content, design promotional campaigns, and advise leadership on strategic communications to align with the club's mission.

Section to be Amended: ARTICLE IV, Section 5 (Elections)

Proposed Revision: Update the election cycles to integrate the two new positions into the staggered two-year terms. *(New language underlined)*

Section 5. Elections.

The Officers of the Corporation shall be elected at the AGM, by secret ballot. One vote per Member may be cast. Employees of the Corporation who are not Members would also have a single vote in elections.

Officers will be elected in staggered years.

- Vice President, Director of Finance, Director of Managers, Secretary, and Director of Grants shall be elected in one election cycle.
- President, Director of Membership, Registrar, and Digital Marketing Director shall be elected in the subsequent election cycle.

Each Officer will have a term of 2 years. Officers can serve as long as they meet the Qualifications.

ARTICLE IV, Section 5(a). Time and Place of Elections.

The election of Officers shall take place in-person at the Annual General Meeting (AGM). The specific date, time, and physical location of the AGM shall be determined annually by the Board of Directors. Written or electronic notice of the AGM, including the date, time, and location, must be delivered to all eligible voting Members at least thirty (14) days prior to the meeting.

ARTICLE IV, Section 5(b). Method of Voting and Emergency Virtual Exception

(1) Default In-Person Requirement.

Except as provided in subsection (2) of this Section, voting for the election of Officers shall be conducted by secret ballot. All eligible voting Members must be physically present at the designated location of the AGM to cast their ballot. Voting by proxy, absentee ballot, or electronic/digital means is strictly prohibited under normal operating conditions.

(2) Emergency Board Discretion for Virtual Meetings and Voting.

In the event of a public health crisis, epidemic, pandemic, natural disaster, state of emergency, or any other extraordinary circumstance where the Board of Directors determines that an in-person gathering is unlawful, unsafe, or highly impracticable, the Board of Directors, by a majority vote of the Board, shall have the sole discretion to:

- a) Authorize the AGM to be held entirely or partially via virtual teleconference (e.g., Zoom or a similar platform); and
- b) Authorize voting to be conducted securely through a verified electronic or digital voting platform.

The activation of this emergency exception, along with instructions for virtual access and digital voting, must be communicated to the membership in writing or electronically at least fourteen (14) days prior to the rescheduled or scheduled meeting date.

ARTICLE IV, Section 5(c). Quorum and Voting Thresholds

(1) Quorum.

The presence in person (or virtually, if emergency board discretion is activated under Section 5(b)) of 25 voting Members in good standing shall constitute a quorum for the transaction of business, voting, and elections at the Annual General Meeting (AGM).

(2) Voting Threshold for Board Elections (Plurality).

In all elections of Officers, candidates shall be elected by a **plurality** of the votes cast. The candidate receiving the highest number of valid votes for a specific office shall be declared elected, regardless of whether they receive a majority of the total votes cast. No runoff elections shall be required unless there is an exact tie.

(3) Voting Threshold for Bylaw Amendments (Two-Thirds Majority).

Any proposed amendment, alteration, repeal, or adoption of new Bylaws of the Corporation shall require the affirmative vote of at least **two-thirds (2/3)** of the voting Members present and voting at the meeting, provided a quorum is met.