

BYLAWS OF
HARBOR SOCCER, INC.

A Non-Profit Corporation

ARTICLE I
OFFICE

Section 1.01 Principal Office- The principal office of Harbor Soccer, Inc. in the State of Michigan shall be located in Harbor Springs, County of Emmet. The specific location is the shed located at the soccer fields at 2943 Quick Rd.

Section 1.02 Registered Office and Agent- Harbor Soccer, Inc. shall have and continuously maintain in the State of Michigan a registered office and a registered agent whose office is identical with such registered office. The registered office is the soccer fields at 2943 Quick Rd.

ARTICLE II
MEMBERS

Section 2.01 Membership Definition- A member is any person who holds a voting position on the Harbor Soccer, Inc. board.

Section 2.02 Eligibility for Membership- Harbor Soccer, Inc. shall have one class of members. Members may be individuals or organizations. Any legally competent person of good reputation who resides in the City of Harbor Springs or in the surrounding trade area and applies for membership.

Section 2.03 Approval of Applications Membership- All applications for membership shall be approved at any regular, special, or annual meeting of the board when a quorum is present and by a majority vote of the board members.

Section 2.04 Voting Rights- Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 2.05 Termination Membership- A member may be suspended or expelled, for cause, by the vote of not less than three-fourths of the members present at a meeting. The member of discussion needs to be provided notice of such proposed action prior to the meeting and informed in writing of the charges preferred against them. The member shall be given an opportunity to be heard at such meeting. The members of the board, by majority vote of those present at any meeting, may terminate the membership of any member who becomes ineligible for membership and may suspend or expel any member who shall be in default with respect to any obligation to Harbor Soccer, Inc.

Section 2.06 Resignation- Any member may resign by filing a written resignation with the secretary. They must attend the board meeting where the letter is voted on by the board for approval of resignation.

Section 2.07 Vacancies- Any vacancy occurring on the board shall be filled by the board until the next meeting of the members and until a successor has been elected by the members and qualified. A director elected by the members to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 2.08 Transfer of Membership- Membership in Harbor Soccer, Inc. is not transferable or assignable. In the event of an immediate need to fill a vacancy, the board will vote on which board member will fill the role temporarily.

Section 2.09 Informal Actions by Member- Any action required by law to be taken at a meeting of the members, or any action which may be taken at a meeting of the members, may be taken without a meeting upon written consent or approval of three-fourths of the members setting forth the action so taken.

ARTICLE III MEETINGS

Section 3.01 Annual Meeting- An annual meeting of the members shall be held at Harbor Springs on the first Monday of the month of May each year, beginning with the year 2026, at the hour of 6:00 o'clock p.m., for the purpose of election directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in said State, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the board shall cause the election-to be held at a special meeting of the members as soon thereafter as convenient.

Section 3.02 Regular Meetings- Regular meetings of the board shall be held at Harbor Springs on the first Monday of every month at the hour of 5:00 o'clock p.m. The regularly scheduled meeting in May will be the annual meeting.

Section 3.03 Special Meetings- Special meetings of the members may be called by any board member and seconded by another member.

Section 3.04 Place of meeting- The board of directors may designate any place for an annual meeting or for any special meeting called by the board. If no designation is made or if a special meeting be otherwise called , the place of meeting shall be the registered office of Harbor Soccer, Inc. in said State.

Section 3.05 Notice of Meetings- Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered by email, to each member entitled to vote at such

meeting not less than 1 week before the date of such meeting. The agenda will be sent not less than 1 day before the date of such meeting. In case of a special meeting or when required by statute of these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice.

Section 3.06 Quorum- At a meeting a quorum shall consist of seventy-five percent of the members. If a quorum is not present at any meeting, the meeting must adjourn and no voting can be made.

Section 3.07 Proxies- At any meeting of the members, a member entitled to vote may vote by proxy executed in writing by the member and submitted to the secretary. A proxy may be canceled by notice and executed by the member with like formality and delivered to the secretary.

ARTICLE IV BOARD OF DIRECTORS

Section 4.01 Board of Directors Definition- A board of director is a voting member who carries one of the following roles: registrar, recreational coordinator, fundraiser coordinator, facilities director, and/or representative.

Section 4.02 General Powers- The affairs of Harbor Soccer, Inc. shall be managed by its board members.

Section 4.03 Number, Tenure and Qualifications- The number of directors shall be five. The directors will be elected at a regular board meeting at the time of their application. At that point, their term of two years will begin. As the terms of such directors expire, they can be appointed another two years or their position can be filled by successors who are elected and have been qualified.

Section 4.04 Compensation- Directors shall not receive any compensation for their services as directors.

Section 4.05 Directors - Residuary Powers- The board shall have the powers and duties necessary or appropriate for the administration of the affairs of Harbor Soccer, Inc. All powers of Harbor Soccer, Inc. except those specifically granted or reserved to the member by law, the Articles of Incorporation or these Bylaws shall be vested in the board.

ARTICLE V OFFICERS

Section 5.01 Officer Definition- An officer is a voting member who carries one of the following roles: president, vice president, secretary, and/or treasurer.

Section 5.02 Election and Term of Office- The officers of Harbor Soccer, Inc. shall be elected from the membership of the board by the board at its annual meeting or as soon thereafter as feasible. New offices may be created and filled at any meeting of the board. Each officer shall hold office until the next annual election and until his successor shall have been duly elected and shall have qualified. The term of office shall be one year. Election of officers shall take place at the annual board meeting and shall be by ballot cast by qualified directors. A plurality of votes cast shall elect.

ARTICLE VI ORDER OF BUSINESS

Section 6.01 Business- Order of Business- The order of business at any regular or special meeting of the members of the board shall be:

- Roll Call
- Call to Order
- Previous Board Meeting Minutes
- Treasury Report
- Old Business
- New Business
- Set Next Meeting Date/Time/Location
- Adjournment

Section 6.02 Parliamentary Procedure- On questions or parliamentary procedure not covered in these bylaws or amendments that need to be made it is put to a vote by the board members.

ARTICLE VII COMMITTEES

Section 7.01 Committees of Directors- The board, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of one or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the board in the management of Harbor Soccer, Inc.; but they designation of such committees and the delegation thereto of authority shall not operate to relieve the board, or any individual director, of any responsibility imposed upon it or him by law.

Section 7.02 Chairman- One board of director will serve on each committee and act as chairman of such committee. They will report back to the board as a whole and share updates as needed.

ARTICLE VIII
CONTRACTS, CHECKS, DEPOSITS, FUNDS

Section 8.01 Code of Conducts- The board may authorize any officer or officers, agents or agents of Harbor Soccer, Inc., in addition to the officers so authorized by the bylaws, to enter into any code of conduct or execute and deliver and instrument in the name of and on behalf of Harbor Soccer, Inc. and such authority may be general or confined to specific.

Section 8.02 Checks, Drafts, etc- All checks, drafts, or orders for the payment of money, notes, or evidence of indebtedness issued in the name of Harbor Soccer, Inc. shall be signed by such officer or officers, agent or agents of the board, and in such manner as shall from time to time be determined by resolution of the board. In the absence of such determination by the board, such instruments shall be signed by the treasurer and countersigned by the president of Harbor Soccer, Inc.

Section 8.03 Deposits- All funds shall be deposited at least once a month to the credit of the Harbor Soccer, Inc. in such banks, trust companies, or other depositories as the board may select.

Section 8.04 Gifts- The board may accept on behalf of Harbor Soccer, Inc. any contribution, gift, bequest, or devise for the general purpose or for any special purpose.

ARTICLE IX
BOOKS AND RECORDS

Section 9.01 Book Keeping- Harbor Soccer, Inc. shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the board and committees having any of the authority of the board of directors, and shall keep at the registered or principal office a record giving the names and addresses of the members. All books and records of Harbor Soccer, Inc. may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time. The board shall cause an audit of the records of Harbor Soccer, Inc. to be made each year by a competent auditor.

ARTICLE X
FISCAL YEAR

Section 10.01 Fiscal Year- The fiscal year of Harbor Soccer, Inc. shall begin on the first day of January and end on the last day of December of each year.

ARTICLE XI
WAIVER OF NOTICE

Section 11.01 Notice- Whenever any notice is required to be given under the provisions of the statutes of said State or the articles of incorporation or the bylaws of Harbor Soccer, Inc., a

waiver thereof in writing signed by the person or persons entitled thereto, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned secretary of the board identified in the foregoing bylaws does hereby certify that the foregoing bylaws were duly adopted by the members of the board, as bylaws of Harbor Soccer, Inc, on the 3rd day of November, 2025, at a duly called and constituted meeting of the members and that they do now constitute the bylaws of Harbor Soccer, Inc.

Amanda Kughn

Amanda Kughn, Secretary