

North County Youth Soccer Association By-Laws

MISSION STATEMENT

To promote, develop, and govern the game of soccer under the jurisdiction of the Washington State Youth Soccer Association.

To help foster the physical, mental and emotional growth for boys and girls of all ages and competition levels.

The Association shall be a non-profit organization.

As an affiliate of the WSYSA, USYSA and USSF we shall act in the best interest and principles of those organizations.

ARTICLE I - GENERAL MEMBERSHIP

Section 1. Qualification.

The North County Youth Soccer Association, hereafter referred to as the "NCYSA", is a non-profit corporation organized and existing under the laws of the State of Washington. The duration of this corporation shall be perpetual. The general membership of NCYSA shall consist of the following:

- A. All players and parents of players for whom an annual registration fee has been paid.
- B. All team coaches, assistant coaches, and referees.
- C. All officers and directors of all Member or Associate Clubs.
- D. All officers, directors, appointed chairpersons and/or committee members operating under NCYSA By-Laws.

Section 2. Special meetings.

Special meetings of the general membership may be called from time to time at the discretion of the Board of Directors. Written notice shall be given at least 7 days prior.

Section 3. Voting.

The general membership shall not be a voting membership. Any annual or special meetings of the general membership shall be solely for the purpose of obtaining input and direction for the guidance of the Board of Directors and Officers.

Section 4. Removal.

Any member of the corporation may be removed by a majority vote of the full Board of Directors at a regular or special meeting of the board. Written notice, with receipt, of such proposed removal must be given to the member sought to be removed at least seven (7) days prior to the meeting at which the question is to be voted upon.

Section 5. Meetings.

All members of the Association shall be governed by Roberts Rules of Order unless otherwise stated in these By-Laws.

ARTICLE II - CLUB MEMBERSHIP

Section 1. Qualifications.

An applicant for club membership must have at least six (6) teams (boys and/or girls) to be accepted for membership in NCYSA.

Section 2. Admission.

Application for membership as a Member Club shall be submitted in writing to the Secretary of the NCYSA, accompanied by a copy of the applicant's Articles of Incorporation, By-Laws and any adopted rules and regulations, together with a written description of the geographical area of the applying club. The application shall include the names and addresses of the officers and directors of the club. The application for membership must be presented to the Board of Directors at the next meeting after such application has been received by the Secretary of NCYSA. Acceptance for membership shall be by majority vote of the Board of Directors at the next regular board meeting. Club shall maintain its own 501 C (3) status with the Internal Revenue Service.

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Section 3. Associate Club.

Any applicant not meeting qualification of Section 1 may apply for affiliation with the NCYSA as an "Associate Club". To apply for Associate Club status, the applicant must submit Articles of Incorporation, By-Laws, and any adopted Rules and Regulations, together with a description of the geographical jurisdiction of the applying club and a list of the officers and directors. This type of membership is a non-voting affiliation to provide membership benefits such as insurance, league play, etc. All requirements of these By-Laws, and any adopted Rules and Regulations, applying to Member Clubs shall also apply to Associate Clubs.

Section 4. Continuation of Membership.

All Member Clubs shall be entitled to participate in the NCYSA administration and to vote on all issues, provided they:

- A. Are not arrears on any fees or dues to NCYSA.
- B. Maintain a current copy of By-Laws.
- C. Are in compliance with Article X, Section 1, Club Responsibilities.

Section 5. Responsibilities of Member Clubs.

Each Member Club will be responsible for the conduct of coaches, managers, players, officials, and parents under their jurisdiction and shall insure that their actions on or off the field do not bring disfavor on NCYSA.

Section 6. Conflict.

The Articles of Incorporation, By-Laws, Rules, and Regulations of any Member or Associate club shall not conflict with those of NCYSA.

ARTICLE III - BOARD OF DIRECTORS

Section 1. The Board of Directors.

Shall consist of elected officers (Executive Board) and one (1) club representative designated by each Member Club.

Section 2. Officers.

The officers of NCYSA shall consist of President, Vice President of Organization, Vice President of Competition, Vice President of Development, Vice President of Competitive Play, Secretary and Treasurer. The office of Secretary and Treasurer may or may not be combined. If combined, this office shall be entitled to only one vote.

- A. Election and Term of Office.** The officers of NCYSA shall be elected for two (2) year terms. The President, Vice President of Organization, and Secretary shall be elected in even numbered years. The Vice President of Development, Vice President of Competition, Vice President of Competitive Play and Treasurer elected in odd numbered years. The Officers of the NCYSA (Executive Board) shall be elected at the Annual General Meeting by the voting membership of the NCYSA Board of Directors and shall commence their term of office on January 1st.
- B. Resignation.** Any officer may resign at any time by giving written notice of such resignation to the Board of Directors, the President or to the Secretary of the corporation. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Board of Directors or by such officer and the acceptance of such resignation shall not be necessary to make it effective.
- C. Vacancies.** Any vacancy occurring in any office may be filled by the affirmative vote of the Board of Directors. An officer elected to fill the vacancy shall be elected for the unexpired term of his/her predecessor in office.

Section 3. Removal.

Any club representative or officer elected by the Board of Directors may be, subject of any limitations imposed by law, removed by a two thirds (2/3) vote of the Board of Directors. The Secretary shall notify any club representative or NCYSA officer who shall miss three (3) consecutive regular meetings that their removal may be automatically proposed and voted upon at the next regular meeting of the Board of Directors.

Section 4. Assistant Officers.

The President shall have the power authority to appoint such assistant officers as he deems appropriate, subject to the Board of Directors approval at the next regular board meeting.

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Section 5. Officers Duties.

The officers shall be responsible or shall delegate responsibility for the following duties:

President:

1. The President shall supervise all activities of NCYSA and the work of the Board of Directors.
2. The President shall be the general representative of NCYSA in all matters, including public relations.
3. The President shall execute all instruments on behalf of NCYSA, call and preside at all meetings of the Board of Directors and perform such duties usually inherent in such office.
4. In the event the President is not able to perform his/her tasks, the Vice President of Organization shall serve in his/her behalf. If the Vice President of Organization is unable to serve, the Board shall appoint one of the Vice Presidents to serve.
5. Oversight of office and paid personnel.
6. Risk Management.

Vice President of Organization:

1. NCYSA nominating committee.
2. Changes in NCYSA Articles of Incorporation and By-Laws.
3. Changes in the NCYSA playing rules and/or regulations.
4. Registration committee.
5. Appoint or act as NCYSA Registrar.

Vice President of Competition:

1. All recreational league play for NCYSA and Association inter-tie teams.
2. Act as Liaison for all NCYSA tournaments.
3. Appoint or act as NCYSA Scheduler/Scorekeeper.
4. Liaison to the WSYSA State Tournament Committee.
5. NCYSA Disciplinary Committee.
6. Carry out all decisions and actions taken by the Disciplinary Committee.
7. NCYSA Scheduling Committee.

Vice President of Development:

1. Player development and clinics.
2. Coach development and clinics.
3. NCYSA Field Committee.
4. Referee development and clinics
5. Appoint or act as NCYSA Coaching Director to fulfill technical responsibilities related to coaching development.

Vice President of Competitive Play:

1. Schedule and chair the Select Try-out Scheduling Committee.
2. Review and approve club select try-out requests.
3. Assist competitive teams in dealing with district and state leagues.
4. Maintain records of competitive teams, recreational teams playing at the district level, coaches desiring to coach at a competitive level, and players seeking a competitive team.
5. Promote cooperation among clubs in order to both develop the competitive program and preserve the recreational program.

Secretary:

1. Prepare and publish minutes in a timely fashion for all meetings of the Board of Directors and compile Executive Board minutes for presentation at Board of Director meetings
2. See that all notices are duly given in accordance with the provisions of these By-Laws or as required by law.
3. Be the custodian of the corporate records and of the Seal of the Corporation and see that the Seal of the Corporation is affixed to all documents and the execution of, which on behalf of the corporation, under its seal is duly authorized.
4. In general, perform all duties inherent to the office of Secretary and such other duties as from time may be assigned to him/her by the President or by the Board of Directors.

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Treasurer:

1. Have charge and custody of, and be responsible for all funds and securities of the corporation.
2. Receive and give receipts for money due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation as shall be selected by the Board of Directors.
3. In general, perform all of the duties inherent to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors. In addition, it shall be the duty of the Treasurer to pay any and all registration fees to the WSYSA on a timely basis.
4. Prepare a monthly expense report to be distributed at the regular monthly meeting.
5. File corporation taxes.
6. File necessary forms to maintain corporate status and 501C status.

Assistant officers shall:

1. Be responsible to the officers they are appointed to assist and shall perform such additional tasks or functions as may be delegated by the President or by the Board of Directors.
2. In the absence of the officer they assist, such officers shall attend meetings and perform the duties of office until such times as the Board of Directors appoints a replacement for the absent officer.

ARTICLE IV - FINANCES

Section 1. Fiscal Year.

The fiscal year of the NCYSA shall begin at 12:01am. On June 1 and end at 11:59 pm, on May 31 of each year.

Section 2. Budget.

The Treasurer, with the support of the officers, shall prepare a proposed budget for each fiscal year. The proposed budget shall be submitted to the Board of Directors at least seven (7) days prior to the March meeting. The board shall approve the budget by line item and distribute copies of proposed and approved budgets to all Member Clubs.

Section 3. Registration fees.

All Member Clubs shall pay annual registration fee for each player registered. The Board of Directors shall determine and approve the registration fee at the next regular scheduled Board of Directors meeting following the WSYSA Annual General Meeting.

Section 4. Audit.

The financial books and accounts of NCYSA, maintained by the Treasurer, must be audited annually, prior to NCYSA Annual General Meeting and by such individual (s) as the Board of Directors may deem appropriate.

Section 5. Financial Reports.

Seven (7) days prior to the NCYSA Annual General Meeting, the Treasurer shall submit to the Secretary a Statement of Income and Disbursements of Funds for immediate distribution to the Board of Directors and the Member Clubs.

Section 6. Dissolution.

Should the NCYSA be dissolved, all assets remaining after payment of all debts shall be turned over to any remaining Member Clubs which have qualified under Section 501C(3) of the U.S. Internal Revenue Code, and shall divide proportionally to the number of teams registered by such qualified clubs. Should no clubs so qualify, the assets shall be distributed to a nonprofit fund, foundation or corporation that is so qualified. Provided, preference in distribution shall be given to other youth soccer programs within the State of Washington.

ARTICLE V - BOARD MEETINGS

Section 1. Annual General Meeting (AGM).

The Annual General Meeting of NCYSA shall take place during the month of November of each year. Notification of this meeting shall be mailed by the NCYSA Secretary to Member Clubs and members of the Board of Directors seven (7) days prior to the AGM date. The last order of business at the AGM shall be the election of officers for the coming year.

Section 2. Regular Board of Directors Meeting.

In addition to the Annual General Meeting, the Board of Directors shall meet at least monthly during each of the other months of the year. The Board of Directors shall establish a regular meeting schedule by resolution and without other notice than such resolution.

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Section 3. Special Board of Directors Meeting.

Special meetings of the Board of Directors may be called by or at the request of the President or any one third (1/3) of the Directors, The person or persons authorized to call special meetings of the Board of Directors may fix reasonable time and place for holding meetings provided all members of the Board of Directors are given at least (7) days notice.

Section 4. Minutes.

The Secretary shall keep minutes of all meetings manually and on tape recording and the minutes shall be reduced to writing, signed by the Secretary or other appropriate officers and placed in the corporate minute book as soon as practicable. In addition, the Secretary shall be responsible for mailing copies of the minutes to all Member Clubs and all members of the Board of Directors as soon as practicable.

ARTICLE VI - BOARD VOTING AND QUORUM

Section 1. Voting.

- A. Clubs.** Each Club shall be entitled to one (1) vote per one hundred (100) players, or fraction thereof, determined on the basis of registered, active players, as of the previous playing season. The clubs shall exercise their vote(s) through their designated NCYSA representative. Each representative should be knowledgeable of the feelings and policy of his/her membership in all matters. Voting should be based on this knowledge and not on his/her personal preference. Split votes, if they exist, may be cast by each club (for/against/abstain). If the club representative shall fail to attend three (3) consecutive meetings, that club shall lose the right to vote.
- B. Voting Reinstatement.** Any club losing the right to vote shall submit to the NCYSA Board of Directors, in writing, the Clubs plan for insuring attendance at NCYSA meetings as prescribed in these By-Laws.
- C. Officers.** The officers of NCYSA shall be entitled to participate in board discussions, shall be entitled to make and second motions and shall be entitled to one (1) vote on all issues brought before the board, except the President, or any other presiding officers, who may cast his vote only in case of a tie.
- D. Proxies.** No club representative or officer shall be entitled to vote or appear by proxy. However, any representative or officers vote may be cast by a duly selected alternate in the event of the representative or officers absence. Officers may not vote as both an NCYSA officer and a club representative.
- E. Manner of Acting.** Except as otherwise provided by statute, by the Articles of Incorporation of these By-Laws, the action of majority of the officers and representative votes present at any meeting at which a quorum is present shall be the act of the Board of Directors.
- F. Presumption of Assent.** A representative or officer of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting.

Section 2. Quorum.

A quorum for all Board of Directors meetings shall consist of fifty-one percent (51%) of the potential votes at the time of the meeting. If less than such majority is present at a meeting; a majority of the commissioners present may adjourn the meeting to another time and place without further notice.

ARTICLE VII - COMMITTEES

Section 1. Standing Committees.

The NCYSA shall have the following standing committees appointed by the Board of Directors:

- A. Registration Committee** shall be composed of the Vice President of Organization, NCYSA Registrar and Member Club Registrars. The committee shall be chaired by the NCYSA Registrar and shall be responsible for distributing WSYSA registration forms, and necessary training to Member Club Registrars. Member Club Registrars are responsible for soliciting player sign-ups and volunteer assistance. In addition, Member Club Registrars shall be responsible for preparing all team rosters and submitting them to the Scheduling Committee in a timely basis.
- B. Scheduling Committee** shall be composed of the Vice President of Competition and one representative designated by each Member Club in any manner the respective club may choose. The committee shall be chaired by the Vice President of Competition or his/her appointee and shall be responsible for scheduling

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recreational league games for the teams of NCYSA and inter-tie associations and shall be responsible for scheduling any postponed or canceled games.

C. Disciplinary Committee shall be composed of the Vice President of Competition, or his/her appointee and one representative designated by each Member Club and Inter-tie Clubs in any manner the respective club may choose. The committee shall be chaired by the Vice President of Competition or his/her appointee and shall hear misconduct reports relating to NCYSA-administered leagues and events and have the power to penalize any player, coach, or person who can be identified as having an affiliation with a team, any of whose actions have willfully violated the By-Laws, Operating Procedures, NCYSA-administered league rules or NCYSA-administered event rules.

Section 2. Additional Committees.

The Board of Directors shall have the authority, from time to time, to appoint such additional committees to perform such duties as they deem appropriate.

ARTICLE VIII - DISCIPLINARY

Section 1. Discipline.

The Disciplinary Committee shall be chaired by the VP Competition or his/her designee. The committee shall be responsible for maintaining records of all disciplinary violations whether formal (carded) or informal and shall be responsible for shall be responsible for administering all disciplinary penalties consistent with the recommendations from WSYSA.

ARTICLE IX - GENERAL RULES AND REGULATIONS

Section 1. Club Responsibilities.

The following requirements of the NCYSA shall be complied with by all Member and Associate Clubs:

- A.** All Member Clubs shall submit a copy of their Constitutions, By-Laws and/or Articles of Incorporation to the NCYSA annually by March 1st.
- B.** All Member Clubs shall be required to submit to NCYSA in writing of the name, address and phone number of all club officers, the club representative within one (1) month after any changes.
- C.** All Member Clubs and Inter-tie clubs shall send a representative attend meetings of the NCYSA Registration, Scheduling and Disciplinary Committees.
- D.** All Member Clubs shall maintain their own 501 C (3) status with the Internal Revenue Service.

Section 2. Team requirements.

- A.** Member Clubs shall organize teams per WSYSA rules.
- B.** The stacking of a team is prohibited. Stacking defined as any action, whether direct or indirect, overt or covert, by a coach, assistant coach or parent/guardian, to improve the quality of their team by transferring players to their team. Player transfers may occur only as outlined in the NCYSA By-Laws, Article X, Section 5. The accusation of stacking must be presented to the Board of Directors by a board member, coach or parent/guardian. The coach or parent/guardian must be from a team which is playing at the same age level at which that stacking incident is supposed to have occurred. The Board of Directors will decide by a majority vote if a team has been stacked or there has been an attempt to stack a team. If the Board finds that a team has been stacked or there has been an attempt to stack a team, the board must determine appropriate disciplinary action for the person(s) responsible. The decision of the Board of Directors shall be final. This applies to Club Recreational teams operating under NCYSA scheduling guidelines.

Section 3. Rosters.

- A.** No player name may appear on a team roster until the birth date is verified and the registration fee has been paid.
- B.** No team roster may contain more than eighteen (18) names, or as prescribed by WSYSA.
- C.** Each team roster must contain the name of a responsible person as either the coach and/or assistant coach.

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- D.** Each coach shall be responsible for all information on the roster and that all statements regarding birth date of players on the team are correct.
- E.** Additions to a roster must be submitted to the Registration Committee Chairperson at least three (3) days prior to the player being eligible for any game. All fees and requirements must be completed at the same time.
- F.** No player shall take the field on or against any association or inter-tie team in league play unless his/her name is on the team roster pursuant to 4.A. and 4.E. of this section.
- G.** It shall be the general policy of NCYSA for players, U10 and younger, to play "age appropriate". NCYSA recognizes that there may be individual player situations where, for legitimate circumstances, 100% compliance with this policy would cause hardships. Therefore, a maximum of three (3) exceptions to this rule shall apply for U-10 and younger teams. A maximum of five (5) exceptions to this rule shall apply for U-11 teams. Any U-10 and younger team with more than three (3) younger age players will not be considered "properly registered" with NCYSA. Any U-11 with more than three (5) younger age players will not be considered "properly registered" with NCYSA.
- H.** Registration on a lower age team may be allowed (1 year only) to compensate for a disability. Request must come from parent/s or guardian through the club registrar and be accompanied with a detailed letter from a Doctor. NCYSA President and NCYSA Registrar will determine eligibility for this request, and must be reviewed on a year-to-year basis. No appeal on this decision will be addressed.
- I.** Penalty for violations of any portion of this section shall be forfeiture of game or games or as prescribed by the Disciplinary Committee.

Section 4. Financial.

- A.** A Member Club financial statement shall be filed quarterly with the NCYSA treasure; March 30, June 30, September 30 and December 30.
- B.** Each Member Club shall submit a copy of their operating budget for the upcoming year by June 1st of each year.
- C.** Failure to comply with 9.A and 9.B, can result, but not limited to, Member Club teams not being scheduled for the upcoming season.
- D.** All fundraising projects in the name of NCYSA or making reference to the organization shall be approved in advance by the Board of Directors.

Section 5. Automatic Amendments.

Should any of the provisions of Article X be or become in conflict with the rules or requirements of WSYSA, the provisions of said Articles shall be deemed to be amended automatically to conform to the rules of WSYSA.

ARTICLE X – POLICIES AND PROCEDURES

NCYSA will maintain current Policies and Procedures for Disciplinary, Scheduling, Registration, and Governance of Select/Competitive Play.

ARTICLE XI - AMENDMENTS

Section 1. These By-Laws.

Articles of Incorporation may be amended by the Board of Directors in the following manner:

- A.** The proposed amendments will be presented to the Board of Directors at a regular board meeting.
- B.** The proposed amendments must be in writing and there must be a copy for each board member.
- C.** The proposed amendments will be voted upon at the regular Board of Directors meeting at least one month following their initial presentation to the board.
- D.** The amendments must be approved by a two-thirds (2/3) vote of the quorum.

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- E.** Amendments will become effective immediately, except those approved between August 15 and December 31. Those approved between August 15 and December 31 will not become effective until January 1 of the following year unless they have been approved unanimously by 100% of the NCYSA Directors.

These By-Laws of North County Youth Soccer Association have been amended on this 12th day of December in the year 2007.

Signed Ron Lambalot, President

Signed Faith Simonelli, Secretary