



Northshore Youth Soccer Association Bylaws

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ARTICLE 1. INTRODUCTION

1.1 Name

The name of this organization shall be the Northshore Youth Soccer Association (NYSА), hereinafter referred to as the Association. This Association is and shall be a non-profit organization.

1.2 Purpose

The purpose of this Association is exclusively charitable and educational. The objective of this Association shall be to teach, govern, and promote the game of soccer for youth players within the area of jurisdiction of the Association. Where local conditions prevent full compliance with Federation Internationale De Football Association (FIFA) laws, this body shall put into effect such laws as are best suited to its own particular needs, giving full recognition to, and being in accord with the underlying and basic principles set forth by FIFA.

The power of the Association shall be limited to those granted to an organization which is exempt under SECTION 501.C.3 of the Internal Revenue Code. In the event of the termination of this Association, the assets of the Association will go to an organization which is exempt under SECTION 501.C.3 of the Internal Revenue Code under RCW 9.46.0209 and WAC 230-03.

1.3 Administration

This Association shall be governed by its Bylaws and Operating Procedures defined herein. The governing authority of this Association shall be vested in the members of this Association as evidenced by officers and trustees elected by affiliated organizations, hereinafter referred to as Clubs.

1.4 Standard of Membership

As a member of the Washington Youth Soccer (WYS), the Association will provide the following:

- The membership of the Association shall be open to any soccer players, coaches, trainers, managers, administrators, and officials not subject to suspension under Section 4 of Bylaw 241 of US Soccer ("the Federation"), and to any amateur soccer organization in its territory; and
- The Federation articles of incorporation, bylaws, policies, and requirements take precedence over and supersede the governing documents and decisions of the Association to the extent applicable under state law, and shall provide that the Association will abide by the Federation articles, bylaws, policies, and requirements, including those on interplay; and
- The Association shall provide equitable and prompt hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities organized or sponsored by the Association shall be appealed first to the WYS Appeals Committee and then to the Federation's Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision.

1.5 Membership in the Washington Youth Soccer (WYS)

The Association will maintain a membership with WYS. Such membership may be voluntarily modified or discontinued only by action of the members of the Association at the annual meeting and shall be governed by the rules and regulations of the WYS in the administration and conduct of youth soccer programs within its territory, and by the rules and regulations of US Youth Soccer as may be applicable pursuant to the membership of the WYS in US Youth Soccer.

ARTICLE 2. MEMBERSHIP

2.1 Eligibility

The members of this Association shall consist of Clubs of ten or more youth soccer teams within the territory consisting of the Northshore School District, the attendance area of the Maltby Elementary School as of February 1991, and other areas over which the Association shall have jurisdiction of youth soccer as granted by WYS,

provided that such clubs shall subscribe to the purpose of this Association and agree to abide by the rules, regulations and decisions of this Association.

Individual players, coaches, referees and administrators are members of the NYSA through their affiliation or association with said clubs or with NYSA committees, or as elected officers of the NYSA.

2.2 Club Organization

Club organization, or reorganization, shall be submitted to a committee comprised of one member from each club and an Association officer appointed by the President of the Association. Any recommendations for changes will be presented to the Board of Directors, hereinafter referred to as the BoD.

A club will be organized as follows:

- Existing recreational teams will be a part of the Club that includes the elementary school area in which the majority of the players reside.
- New recreational teams will become a part of the Club that includes the elementary school area in which the majority of the players reside.
- Competitive clubs may be formed on the basis of other criteria rather than geography, such as age of players and skill level.

2.3 Club Membership

Eligible Clubs not already a part of the Association desiring membership in the Association shall make written request for membership and shall be admitted to membership upon approval of the Association. The minimum size of any club shall be ten (10) teams. Clubs which span association boundaries desiring to be members of more than one association may be admitted upon approval of the Association. For voting purposes, player counts in such clubs will be based on players registered to or allocated to NYSA. All Clubs must follow NYSA Bylaws and Operating Procedures.

2.4 Registration

As a member of WYS, NYSA will roster players in accordance with Washington Youth Soccer Registration Policy and Procedures.

2.5 Representation

Each member Club shall be governed by elected officers. The Club shall be represented in BoD meetings by the Club President or a designated representative and shall be considered to be a member of the BoD of the Association.

The Club President shall cast votes at the BoD meeting per Robert's Rules of Order (see section 4.1).

Each member Club shall elect officers in accordance with their respective bylaws and/or operating procedures and provide the BoD the results of the election.

2.6 Club Malfeasance, Non-Cooperation or Non-Functioning

Member Clubs failing or refusing to follow the NYSA Bylaws or Operating Procedures, or which attempt to circumvent a decision rendered by NYSA, or seriously damage the interest of NYSA, face reorganization by the Association.

Notification of this action shall be made in writing, by the BoD. The BoD will appoint a committee to oversee reorganization.

2.7 Duties of Clubs

Member Clubs will be responsible for the conduct of coaches, managers, players, officials and parents under their jurisdiction, and shall ensure that their actions on or off the field do not bring disfavor upon NYSA. Powers not

specifically reserved by the Association are the responsibility of the Clubs. Division of responsibilities will be accomplished by law and by Association action.

2.8 Club Bylaws

All member Clubs with documented bylaws must have a copy of their bylaws made available to the Association. The bylaws of any member Club shall not conflict with those of NYSA.

ARTICLE 3. FINANCES

3.1 Fiscal Year

The fiscal year of NYSA begins on April 1 and ends on March 31. All policies and procedures are in effect during the 12 months of the fiscal year.

3.2 Budget and Operating Contingency Fund

The Treasurer, with the advice of the Association officers and the Clubs, shall oversee the budgeting process for the next fiscal year. The proposed budget should be approved prior to the end of the fiscal year. The Budget and Finance Committee shall determine a contingency amount for inclusion with the operating budget. The Treasurer or Operating Manager will execute transactions to the operating contingency fund in an amount approved by the BoD. All expenditures over the approved budget shall be reported to the BoD.

Approval of, or changes to the budget shall be voted on by the Clubs, a two-third (2/3) majority of the total votes present shall be required.

3.3 Financial Statement

NYSA management is responsible for the preparation of the financial statement. NYSA management will work with the Treasurer to issue a financial statement for the previous fiscal year within sixty (60) days after the end of the fiscal year.

3.4 Registration Fees

Each player registered with NYSA shall pay a registration fee, unless a) waived by the Association Registrar for cause or b) the affected club and NYSA agree to a different financial arrangement. The registration fee shall be determined by a vote at the NYSA BoD meeting annually prior to the new fiscal year commencing.

ARTICLE 4. MEETINGS

4.1 NYSA BoD Meetings

The affairs of the Association shall be conducted at meetings of the BoD. There shall be a monthly meeting of the Association on the first Tuesday of each month. In the event that the Tuesday falls after a holiday or significant event, the meeting will then take place on the following Tuesday. The conduct of all meetings shall be governed by Robert's Rules of Order.

4.2 Special Meetings

Special meetings of the Association shall be held as the Association President or the Club Presidents of any two member Clubs shall call. The conduct of all meetings shall be governed by the current edition Robert's Rules of Order. Twenty-four hours' notice shall be given for special meetings to the President or Secretary of each Club.

4.3 Annual Meeting

The regularly scheduled NYSA BoD meeting each January shall be designated the Annual Meeting. The primary purpose of this meeting shall be the election of Association officers.

ARTICLE 5. VOTING QUORUM AND ELECTION OF OFFICERS

5.1 Quorum

NYSA BoD meetings: A quorum shall consist of at least the President, or Executive Vice President, and one additional officer and a minimum of at least four member Club Presidents or designated representatives (of their respective club) for a total of seven BoD members.

5.2 Election of Association Officers

Election of Association officers shall be determined by a majority vote of all NYSA Board Members (Elected Officers, Club Presidents, and At Large BoD Members all receive one vote). The vote of each member Club shall be cast by the Club's official representative to the Association. Member Clubs and elected Association officers may cast votes by written proxy. No other proxies will be allowed.

5.2.1 Board Eligibility and Compensation

All NYSA BoD positions, including, but not limited to, officers and At Large members, are open to any interested applicant in advancing the mission of the association and improving youth soccer for those within our service area. To prevent actual or perceived conflicts of interest, no person shall serve as a member of the BoD who is compensated as an Association W-2 employee (Directors of Coaching, office staff, paid coaches, etc.). No member of the BoD shall be compensated for their service as a member of the BoD. Directors may be reimbursed for expenses incurred for the purposes of participating in meetings of the BoD and while otherwise acting on behalf of the Association.

5.3 Approval of At Large Board Members

Approval of At Large BoD members shall be determined by a majority vote of all NYSA BoD members (Elected Officers, Club Presidents, and existing At Large BoD members all receive one vote). The vote of each member Club shall be cast by the Club's official representative to the Association. Member Clubs and elected Association Officers may cast votes by written proxy. No other proxies will be accepted.

5.4 Revision of Bylaws

Revisions of the Association Bylaws shall be voted on by the BoD. A two-thirds (2/3) majority of the total votes present shall be required to carry a motion on these matters. All changes to the Bylaws made in accordance with this section shall be submitted and presented to the BoD at a regularly scheduled BoD meeting using the "NYSA Bylaws and Operating Procedure Revisions Form. Proposed changes will be voted on at the next regularly scheduled board meeting.

5.4.1 Revision of Operating Procedures

Revisions, approval of, or changes to the Operating Procedures shall be voted on by the BoD. A two-thirds (2/3) majority shall be required to carry a motion on these matters.

5.4.2 Bylaw Interpretation

At such times as questions arise regarding the interpretation, application or meaning of the Bylaws or Operating Procedures, determination shall be made by a majority of the BoD at a regularly scheduled meeting of the Association. A determination may be called for by any member of the BoD, and must be acted on immediately as a point of order. A call for determination does not require a motion or a second, and discussion is limited to the applicable Bylaws or Operating Procedures.

5.5 All Other Association Matters

All other Association matters that require a vote except those specifically outlined in Article 5 each Club President shall have one vote and each elected and appointed BoD member, except for the President, shall have one vote. A simple majority of the total votes present is required to carry a Motion. On any matter where all present Club Presidents (or Club designee) vote 'no' the matter is not approved.

5.6 President's Vote

The President of the Association is allowed one vote, which may be exercised in the case of a tie vote.

ARTICLE 6. OFFICERS

6.1 Board of Directors

The BoD shall consist of the elected Association officers, the President, or an appointed representative, of each member Club, and up to 8 At Large members (6 adult and 2 youth). At no time shall the number of Executive Committee members of the Association exceed the number of member clubs in the Association.

6.2 Executive Committee

The Association President, Executive Vice President and three Association Officers shall comprise the Executive Committee of the Association which is authorized to act on behalf of the Association between meetings. All actions must be reported at the next official meeting of the Association.

6.2.1 President

The President shall preside at all meetings of the Association and shall be the General Manager of the Association subject to the direction of the Association. Subject to approval by the Association BoD, the President shall oversee appointment of committees as may be required for the proper operation of the Association. The President shall serve or designate a representative of the Association to WYS; shall make such reports and recommendations to the BoD at any regular or special meetings concerning the work and affairs of the Association as in his/her judgment may be necessary, and shall perform such other duties as may be incidental to the role. The President must authorize and/or sign contracts and agreements on behalf of the Association.

6.2.2 Executive Vice President

The Executive Vice President shall perform the duties of the President in case of his/her absence, resignation or inability to act, and such duties as may be assigned to them by the President. When acting as the President, shall have all the powers of and subject to all the restrictions on the President. He/she shall perform such other duties as may be incidental to the role.

6.2.3 Secretary

The Secretary shall keep complete records of all meetings of the Association, including an accurate record of attendance of members; shall furnish the Nominating Committee, prior to the regular November meeting, with a list of officers and members of the Association whose terms shall expire at the next Annual Meeting; shall give notices as directed by the President; shall be custodian of all records of the Association except records kept by the Treasurer; and shall perform such other duties as may be incidental to the role.

6.2.4 Treasurer

Management and staff of the Association shall receive, disburse and account for all of the funds of the Association and Clubs. The Treasurer shall provide oversight of the financial management of the Association. A written financial statement shall be presented at the regular monthly meetings. He/she shall, along with management, have access to all notes, securities, and banking and investments accounts of the Association. He/she shall engage an independent accounting firm to perform a review engagement of the Association's financial statements no less than every three (3) years. He/she also shall present, 60 days after the close of the fiscal year, a comprehensive financial statement of receipts and disbursements of the Association during the preceding year. He/she shall perform such other duties as may be incidental to the role.

6.2.5 Executive Chair of Policy and Procedure

The Executive Chair of Policy and Procedure will be responsible for overseeing the development, implementation, and review of Association policies and procedures. He/she shall collaborate with BoD members to develop new policies or update existing ones, ensuring they align with the Association's goals and requirements. He/she shall review all policies and procedures annually.

6.3 Election of Officers

At the Annual Meeting of the Association in January of each year, elections will be held to fill Association officer positions up for elections. New officers shall serve beginning with the first regularly scheduled NYSA BoD meeting in February. An Association officer cannot serve as an elected official of any member club during his/her term of office.

6.4 Term of Office

The term of office for all Association officers (President, Executive Vice President, Secretary, Treasurer, and Executive Chair of Policy and Procedure) shall be two (2) years. Terms of all Association officers shall be no more than 2 consecutive terms within a position and not to exceed a total of four (4) terms as an Association Officer.

- The President, Treasurer and Executive Chair of Policy and Procedure shall be elected in opposite years to the Secretary and the Executive Vice President.
- At Large adult BoD members will also serve for a term limit of two (2) years and no more than two (2) consecutive terms.
- At Large youth members will be elected for one (1 year) term and no more than two (2) consecutive terms.
- Competitive Club presidents shall be elected in accordance with their clubs' bylaws.

Appointment of an officer outside of the Annual Meeting shall not count towards a term unless the appointment is greater than half the term.

6.5 Removal of Officers

Removal of either elected or appointed officers shall be voted on by the BoD. A two-third (2/3) majority of the total votes present shall be required.

6.6 Vacancies

Vacancies occurring during the term of office of Association officers, except for that of President which shall be filled by the Executive Vice President in accordance with 6.6, shall be appointed by the President with the approval of the BoD. The term of office of such appointments shall be until the expiration of the original term of office.

ARTICLE 7. COMMITTEES

7.1 Committee Establishment and Membership

NYSA Committees shall be established as required to satisfy the programs and needs of NYSA and for their orderly and timely implementation. NYSA Committee establishment will follow the NYSA Committee Operation Guidelines.

7.2 Standing Committees

The following committees are considered standing committees in support of running NYSA. Other committees may be formed as needed following the NYSA Committee Operation Guidelines.

7.2.1 Nominating Committee

The Nominating Committee shall present a slate of nominees for office no later than the regular December meeting, for election of Association Officers at the Annual Meeting.

7.2.2 Disciplinary Committee

The Disciplinary Committee shall function in accordance with the Washington State Rules and Procedures, NYSA Rules and Discipline Policy, and the NYSA Grievance Policy. This Committee shall deal with all Operating Procedures, Rules of Play, and misconduct reports arising within NYSA.

7.2.3 Budget and Finance Committee

Chaired by the Treasurer or delegate, the Budget and Finance Committee is responsible for developing and reviewing fiscal procedures, and developing an annual budget with staff and other BoD members. The BoD must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the BoD. Annual reports shall be submitted to the BoD showing income, expenditures and pending income. The financial records of the organization shall be made available to BoD members as requested.

7.2.4 Referee Development Committee

This Committee will promote and coordinate referee clinics and activities and disburse information and publications useful to referees.

7.2.5 Field Development Committee

This Committee shall be responsible for the procurement and development of new fields and improvements of existing fields.

7.2.6 Bylaws Committee

The Bylaws Committee convenes annually to review and recommend any changes to the BoD.

7.2.7 Executive Committee

The Executive Committee will meet monthly or as required to review new and ongoing business in preparation for monthly BoD meetings.

ARTICLE 8. NYSA OPERATING PROCEDURES

The NYSA Operating Procedures shall establish rules, regulations and Rules of Play, and shall govern all competition administered by NYSA and its member clubs.

ARTICLE 9. SEASONAL YEAR**9.1 Seasonal Year**

The Seasonal Year of NYSA shall be from September 1 to August 31.

9.2 Coaches Tenure

It is the intent of NYSA that coaching is a privilege, not a right. To this end coaches will be appointed, re-appointed, or not each season annually by those who have the respective authority to do so (usually the respective club). A contested decision will be referred to the Disciplinary Committee.

ARTICLE 10. FINANCIAL RESPONSIBILITY**10.1 Disclaimer**

NYSA specifically disclaims financial responsibility for, and shall not assume nor be held liable for, the debts or the financial obligations, either expressed or implied, of any affiliated member club, team, or any of the coaches, managers, officers, officials, or members of any affiliated member club or team.

10.2 Agreements or Contracts

No officer, agent or member of NYSA may enter into any new agreement or contract in any matter that is for a period of six months or more or is for any amount that is \$2,500 or more in excess of the approved budget without a majority vote of the BoD. Prior to such vote, a copy of any such agreement, contract or obligation in its final form shall be reviewed by the President or designee. Any agreement, contract, or obligation not approved by the BoD or otherwise required herein shall not be honored by NYSA. All individuals with contracts exceeding \$2,500 will present in writing to the BoD, an accounting of their services every 90 days at the discretion of the BoD.

ARTICLE 11. PLAYER ELIGIBILITY**11.1 Registration**

Players must register during designated registration periods. No player shall be allowed to participate in any practice or game until this procedure has been completed and the coach is notified by the Association Registrar or appointed designee.

11.2 Age Groups

See Operating Procedures.

ARTICLE 12. RISK MANAGEMENT**12.1 Risk Management Identification**

The NYSA office will coordinate with each member Club to ensure all appropriate members have an active and valid Risk Management Application (RMA) in place annually.

12.2 Employee/Volunteer Background Check

All NYSA BoD members within all levels of NYSA; any person seeking election or appointment as a NYSA officer; every employee or volunteer of NYSA (including any team official such as coaches, assistant coaches, trainer, team manager, etc.); all adult referees who perform services to the NYSA; and any person who at any time could be entrusted with the supervision, guidance and care of NYSA members or players shall complete annual WYS RMA process.

12.3 Suspensions

Any individual, in the course of the background check, who is identified as having adverse information, shall be removed from the Risk Management program and will be notified by WYS.

12.4 Appeals

Any individual notified of being removed from the Risk Management program has the right to appeal the decision to WYS.