

**Article 1. NAME**

- 1.1 The name of this organization shall be the Victoria Youth Soccer Organization, hereinafter referred to as the Organization or "VYSO." This Organization is, and shall remain, a non-profit organization recognized as tax-exempt under section 501(c)(3) of the Internal Revenue Code.

**Article 2. PURPOSE**

- 2.1 The purpose of VYSO is to provide the opportunity for all who wish to participate in youth soccer. VYSO shall teach good sportsmanship, educate youth participants and adult sponsors in the fundamentals of the game of soccer, promote the game through sponsorship of regularly scheduled soccer competition, and conduct such other educational activities as shall be deemed appropriate to the promotion of youth soccer activities.

**Article 3. AFFILIATION**

- 3.1 VYSO and its member clubs shall be affiliated with and comply with the authority of the South Texas Youth Soccer Association, hereinafter referred to as "STYSA."

**Article 4. BOUNDARIES**

- 4.1 VYSO shall govern and promote the game of soccer for youth players in Victoria County, Texas and the surrounding counties of Calhoun, DeWitt, Goliad, Jackson, Lavaca and Refugio.

**Article 5. MEMBERSHIP**

- 5.1 **GENERAL MEMBERS:** The general membership of the organization shall consist of registered players and their parents/guardians, coaches and assistant coaches, trainers, board members and administrators, and referees. Each general member that is age 18 or older shall have the right to attend general meetings and participate in debate during the meetings but shall not have the right to vote unless he qualifies as a voting member.
- 5.2 **VOTING MEMBERS:** The voting membership of the organization shall be entitled to cast the following votes at any and all meetings of the general membership:
- (a) Each recreational and select team shall have one vote which shall be cast by the head coach or a team representative designated by the head coach. The team representative must be an assistant coach, trainer or parent of a player registered to that team.
  - (b) Each board member shall have one vote which may not be transferred to a representative.
  - (c) Each parent/guardian of a registered player shall have one vote which may not be transferred to a representative.
  - (d) Each referee shall have one vote which may not be transferred to a representative.
  - (e) **ONE VOTE PER PERSON:** Each voting member shall have only one vote regardless of the number of teams coached, board position and/or players registered.
- 5.3 **SEASON OF REGISTRATION:** When determining what season of registration to use for determining registered players, teams, coaches, assistant coaches, trainers and referees, the current or most recently completed season shall be used. If registration is still open for the current season, the previous season shall be used. For this purpose, registration is considered open until teams are formed either in the recreational draft or the select team formation.

**Article 6. SEASONAL AND FISCAL YEAR**

- 6.1 The seasonal year of VYSO shall be the same as the seasonal year for STYSA.
- 6.2 The fiscal year of VYSO shall be January 1<sup>st</sup> through December 31<sup>st</sup>.

**Article 7. OFFICERS**

- 7.1 **OFFICERS OF THE ORGANIZATION:** The officers of the organization shall consist of a President, an Executive Vice-President, a Recreational Program Vice-President, a Select Program Vice-President, a Public Relations & Fundraising Administrator, a Facilities Administrator, a Treasurer, a Referee Administrator and a Fields Administrator.
- 7.2 **ELECTION & TERM OF OFFICE:** The officers shall be elected by ballot at the first general meeting to serve for two years or until their successors are elected, and their term of office shall begin on June 1<sup>st</sup>. The President, Recreational Program Vice-President, Select Program Vice-President, Facilities Administrator and Referee Administrator shall be elected in odd numbered years. The Executive Vice-President, Public Relations & Fundraising Administrator, Treasurer and the Fields

Administrator shall be elected in even numbered years.<sup>i</sup>

## **Article 8. DUTIES OF OFFICERS**

- 8.1 The officers of the organization shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the organization and any and all duties assigned to them by the Organization or Board of Directors.
- 8.2 **PRESIDENT:** The President shall be the primary representative of the organization. He shall supervise all activities of the organization and the work of its officers, board members and committees. He shall be a voting member of the Board of Directors.
- 8.3 **EXECUTIVE VICE-PRESIDENT:** The Executive Vice-President shall serve as the President in the President's absence. He shall chair the Discipline and Protest Committee. He shall be responsible for all risk management and insurance aspects of the organization. He shall be a voting member of the Board of Directors.
- 8.4 **RECREATIONAL PROGRAM VICE-PRESIDENT:** The Recreational Program Vice-President shall chair the Recreational Committee. He shall supervise all activities of the recreational program. He shall serve in his capacity on the Discipline and Protest Committee. He shall be a voting member of the Board of Directors.
- 8.5 **SELECT PROGRAM VICE-PRESIDENT:** The Select Program Vice-President shall chair the Select Committee. He shall supervise all activities of the select program. He shall serve in his capacity on the Discipline and Protest Committee. He shall be a voting member of the Board of Directors.
- 8.6 **PUBLIC RELATIONS & FUNDRAISING ADMINISTRATOR:** The Public Relations & Fundraising Administrator shall be responsible for all public relations and fundraising aspects of the organization. He shall be a voting member of the Board of Directors.
- 8.7 **FACILITIES ADMINISTRATOR:** The Facilities Administrator shall be responsible for coordinating the facilities and use of the equipment. Facilities include all permanent and temporary structures. He shall oversee the concessions, if sold, and all waste removal. He shall be a voting member of the Board of Directors.
- 8.8 **TREASURER:** The Treasurer shall be responsible for maintaining an accurate account of all funds of the organization. He shall be the primary contact for all organization bank accounts and he shall sign all checks written on those accounts. He shall present a treasurer's report at all general meetings and board meetings. He shall chair the Budget Committee. He shall verify that all expenses submitted for payment are authorized in the current budget or have been approved by the appropriate board. The Treasurer shall be bonded. He shall be a voting member of the Board of Directors.
- 8.9 **REFEREE ADMINISTRATOR:** The Referee Administrator shall assign referees for all recreational games, select home games and tournaments hosted by VYSO. He shall attend a Certified Referee Assignor course. He shall schedule and coordinate referee clinics in the Victoria area. He shall properly document all referee pay. He shall evaluate referee performance and coordinate additional referee training as needed. He shall serve as an advisory, non-voting member of the Discipline and Protest Committee. He shall be a voting member of the Board of Directors.
- 8.10 **FIELDS ADMINISTRATOR:** The Fields Administrator shall be responsible for the coordination of maintaining the fields to ensure they are safe and playable. He shall be responsible for coordinating the maintenance of all equipment to ensure the equipment is in good working condition. He shall coordinate the use of all fields. He shall be a voting member of the Board of Directors..

## **Article 9. EXECUTIVE ADMINISTRATOR**

- 9.1 The Board of Directors, by a two-thirds vote (2/3), shall appoint, hire or contract with one individual to serve as the organization's Executive Administrator. The Board of Directors shall also determine this individual's term of office. This person shall be considered an officer of the organization and shall attend all meetings of the Board of Directors but shall not have a vote at these meetings.
- 9.2 **EXECUTIVE ADMINISTRATOR:** The Executive Administrator shall be the organization's Registrar and Secretary and shall perform the duties of such. He shall also perform the duties assigned to him by the Board of Directors. He shall report to the Board of Directors.
- (a) **Registrar's Duties:** The Registrar shall be responsible for and supervise all activities regarding player and adult registration in all divisions. He shall work with the Recreational Program Administrator and the Referee Administrator to schedule all recreational games. He shall maintain the organization's database(s) and current paper records of player and adult registrations. He shall have the authority to require any team, coach, adult or player to supply the necessary information in the format needed in order for him to properly perform his duties. He shall be responsible for insuring that all players are registered in the correct age and playing division. He shall certify all team rosters, player's cards

and Adult Participation Passes (KidSafe.)

- (b) **Secretary's Duties:** The Secretary shall attend to all correspondence of the organization. He shall check the VYSO Post Office box frequently and distribute mail to the appropriate officers and board members as needed. He shall record minutes of all general meetings and board meetings. He shall give notice of general meetings and board meetings. He shall update the organization Bylaws and Standing Rules. He shall have a copy of the current, updated Bylaws and Standing Rules at all general meetings and board meetings. He shall supply the organization's webmaster with a current, updated electronic copy of the Bylaws and Standing Rules for posting on the website.

## **Article 10. GENERAL MEETINGS**

- 10.1 The organization shall hold three (3) general meetings per year. The first general meeting of the year shall be held on the second (2<sup>nd</sup>) Thursday in May. The second general meeting of the year shall be held on the second (2<sup>nd</sup>) Thursday in September. The third general meeting of the year shall be held on the second (2<sup>nd</sup>) Thursday in December.
- 10.2 **NOTICE OF GENERAL MEETINGS:** All members shall be notified at least two weeks in advance of general meetings. Notice shall be sent by postcard or newsletter and shall also be posted on the organization's website.
- 10.3 **PURPOSE OF GENERAL MEETINGS:**
  - (a) The first general meeting shall be designated as the annual meeting. Elections of officers and board members shall take place at this meeting. Reports regarding the recreational spring season and plans for the select program shall be given at this meeting.
  - (b) The second general meeting shall be an informational meeting. Plans for the recreational fall season shall be given at this meeting.
  - (c) The third general meeting shall be an informational meeting. The annual budget shall be presented at this meeting. Reports regarding the recreational fall season and plans for the recreational spring season shall be given at this meeting. Amendments to the organization's bylaws shall take place at this meeting.
- 10.4 **QUORUM:** Those voting members present at a properly called general meeting shall constitute a quorum.

## **Article 11. BOARD OF DIRECTORS**

- 11.1 **COMPOSITION:** The Board of Directors shall be composed of the officers of the organization and the members of the Recreational and Select Committees. Each member of the Board of Directors shall be entitled to cast one vote at any and all meetings of the Board of Directors.
- 11.2 **DUTIES:** The Board of Directors shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the organization.
- 11.3 **POWERS:** The Board of Directors shall have general supervision of the affairs of the organization between its general meetings. The Board of Directors shall make recommendations to the organization and perform such other duties as are specified in these bylaws or as assigned by the organization. The Board of Directors shall be subject to the orders of the organization and none of its acts shall conflict with actions taken by the organization.
- 11.4 **MEETINGS:** The board of directors shall meet at 7:00pm on the first (1<sup>st</sup>) Thursday of the following months; January, March, May, July, September and November. The President shall determine the location of the meetings and notify the Secretary. The Secretary shall give notice of the meeting to all members of the board of directors by email and posted on the organization's website at least seven (7) days in advance of the meetings.
- 11.5 **SPECIAL MEETINGS:** The President or a majority of the Board of Directors shall have the authority to call a special meeting of the Board of Directors. The Secretary shall give notice of the meeting to all members of the board of directors by email and posted on the organization's website at least two (2) days in advance of the meeting.
- 11.6 **QUORUM:** A majority of the voting members of the board of directors shall constitute a quorum.
- 11.7 **REPORTING DUTIES:** The Board of Directors shall report to the organization at each general meeting of the organization. This report shall detail all actions taken since the previous general meeting.

## **Article 12. COMMITTEES OF THE BOARD OF DIRECTORS**

- 12.1 **RECREATIONAL & SELECT PROGRAMS:** The Recreational Soccer Program and the Select Soccer Program shall be managed by separate committees of the Board of Directors. The Recreational Committee shall be chaired by the Recreational Program Vice-President. The Select Committee shall be chaired by the Select Program Vice-President.
- 12.2 **COMPOSITION:** Each committee shall be composed of the Chair, a Secretary/Treasurer, a Program Administrator and a Director of Coaching.

- 12.3 ELECTION & TERM OF OFFICE: The Secretary/Treasurer, Program Administrator, and Director of Coaching of each committee shall be elected by ballot at the annual meeting. The Recreational Committee members shall be elected by those voting general members involved with the recreational program. The Select Committee members shall be elected by those voting general members involved with the select program. The Secretary/Treasurer, Program Administrator, and Director of Coaching of each committee shall take office on June 1st and shall serve for one year or until their successors are elected.<sup>ii</sup>
- 12.4 POWERS: The Recreational Committee and Select Committee shall have general supervision of the affairs of their respective programs. The Recreational Committee and Select Committee shall make recommendations to the Board of Directors and perform such other duties as are specified in these bylaws or as assigned by the Board of Directors. The Recreational Committee and Select Committee shall be subject to the orders of the Board of Directors and none of its acts shall conflict with action taken by the Board of Directors.
- 12.5 MEETINGS: Each committee shall meet as needed throughout the year. The chair or a majority of the committee shall have the authority to call a meeting of the committee. The chair of the committee shall determine the date, time and location of the meeting and notify the secretary of the committee. The Secretary of the committee shall give notice of the meeting to all members of the committee by email at least two (2) days in advance of the meeting
- 12.6 QUORUM: A majority of the members of a committee shall constitute a quorum.
- 12.7 REPORTING DUTIES: Each committee shall report to the Board of Directors at each meeting of the Board of Directors. This report shall detail all actions taken since the previous Board of Directors meeting.

### **Article 13. COMMITTEES OF THE ORGANIZATION**

#### **13.1 STANDING COMMITTEES**

- (a) NOMINATING COMMITTEE: The Nominating Committee of at least three members shall be appointed by the General Membership at the December meeting. The Nominating Committee shall contact its nominees prior to the election in order to obtain the nominees acceptance of nomination and willingness to serve. The Nominating Committee shall provide a report of its nominees to the General Membership at the annual meeting.
- (b) FINANCIAL REVIEW COMMITTEE: The Financial Review Committee of three members shall be appointed by the Board of Directors at the January meeting, whose duty it shall be to review the Treasurer's accounts at the close of the fiscal year and to report to the Board of Directors by the May meeting and to the General Membership at the annual meeting. With prior approval of the Board of Directors, the Financial Review Committee shall have the authority to contract with an auditing company for auditing services.
- (c) BUDGET COMMITTEE: The Budget Committee shall be composed of the Organization Treasurer, the Recreational Treasurer and the Select Treasurer. The Organization Treasurer shall be the chair of this committee. The Budget Committee shall present the proposed yearly budget to the Board of Directors at the November Board Meeting and to the General Membership at the third general meeting.
- (d) PUBLIC RELATIONS AND SPONSORSHIP COMMITTEE: The Public Relations & Fundraising Administrator shall be the chair of this committee. This committee's duties shall include but are not limited to the following. This committee shall be responsible for getting all information concerning the soccer program or special events to the local paper, radio, TV and schools. This committee shall be responsible for setting up soccer clinics and demonstrations at the local schools and those schools in surrounding counties. This committee shall also be responsible for seeking sponsorships for players, teams, fields, and other areas as needed.
- (e) DISCIPLINE AND PROTEST COMMITTEE: The Discipline and Protest Committee shall be chaired by the Executive Vice-President and composed of the Recreational Program Vice-President, Select Program Vice-President, Recreational Program Director of Coaching and the Select Program Director of Coaching. The Referee Administrator shall serve as an advisory member with no voting rights.
- (1) The committee shall rule on all rules violations and discipline matters brought to the attention of the Board of Directors and/or the committee.
  - (2) The committee shall rule on all protests involving Inter-league or Inter-organization play as described in Organization guidelines and STYSA when necessary.
  - (3) A member of this committee who has a vested interest or direct involvement in the action before the committee shall abstain from voting.
  - (4) All decisions made by this committee are final and shall be submitted in writing to the president of the Organization for dispensation. Notification of actions shall be sent by certified mail.
  - (5) Any decision by this committee resulting in suspension or expulsion may be appealed in writing to the board of directors within five (5) days of the announcement of such decision. The appeal must be accompanied by

a protest fee of \$50.00 and sent by certified return receipt requested mail, to the address shown on the organization's website. If the decision is waived and found in favor of the protestor, his/her money will be refunded. If the decision stands, the protestor may appeal to the STYSA Discipline and Protest Committee. If the protest is denied, the protestor may appeal to the STYSA Governing Board.

- 13.2 **SPECIAL COMMITTEES:** The board of directors shall have the authority to appoint special committees as deemed necessary to carry on the work of the organization. The board of directors shall also name the chair of each committee.

#### **Article 14. OFFICE AND POSITION HOLDING LIMITATIONS**

- 14.1 **OFFICE-HOLDING LIMITATIONS:** No one shall hold more than one office or position on the board of directors or committee at the same time, and no one shall be eligible to serve more than two consecutive terms in the same office or position. Married couples or other family members in the same household shall not serve as officers of the organization or on the same committee of the board of directors at the same time.
- 14.2 **VACANCY IN OFFICE:** The Board of Directors shall have the authority to fill a vacancy in office or on the board of directors until the next general meeting in which a new officer or director can be elected.
- 14.3 **ABANDONMENT OF OFFICE:** When a member of the Board of Directors is absent, without prior notice, for three (3) consecutive meetings or for a total of five (5) meetings throughout the year it shall be considered an abandonment of office and the Board of Directors shall be empowered to fill the vacancy until the next general membership meeting.
- 14.4 **SUSPENSION OF OFFICE:** The Board of Directors, with a two-thirds (2/3) vote, shall have the authority to suspend the powers of any officer or member of the Board of Directors due to misconduct, negligence of duty, serious illness or malfeasance. The officer or member of the Board of Directors shall be suspended until the next general membership meeting in which the officer or member of the Board of Directors can be removed from office and an election held to replace the suspended officer or member of the Board of Directors. While the officer or member of the Board of Directors is suspended the Board of Directors shall have the authority to appoint someone to fulfill the duties of the suspended officer or member of the Board of Directors.

#### **Article 15. FINANCIAL POLICIES**

- 15.1 The financial books of the organization shall be made available for inspection by organization members at a reasonable time of day in which the treasurer of the organization can accommodate.
- 15.2 All checks written on the organization's bank accounts shall be signed by the organization treasurer and another designated board member. The only exception to the dual signatures shall be if the Board of Directors creates and maintains a separate dedicated checking account to be used for a specific purpose such as for the payment of referees or purchasing. The dedicated account(s) would require only one signature and the Board of Directors would designate those with authority to sign on the account.
- 15.3 There shall be no cash withdrawals on the organization's bank accounts. A check must be written and signed by the appropriate individuals for any cash that is needed.
- 15.4 The Board of Directors shall have the authority to create appropriate accounting policies.
- 15.5 **MEMBER REIMBURSEMENT:** VYSO shall reimburse all members for necessary, actual, reasonable and proper business and travel expenses incurred during the conduct of VYSO business. Those reimbursed shall not be penalized nor profit by adhering to these policies for expense reimbursement. Members are expected to minimize expenses where practical and/or possible.
- (a) Reimbursement requests must be submitted to the organization treasurer on the reimbursement request form with all receipts attached.
- (b) **TRAVEL EXPENSES:** Travel expenses must be preapproved by the Board of Directors, itemized on the reimbursement request and shall be limited to the following:
- (1) Transportation/Mileage: Use of personal car will be reimbursed at the applicable IRS rate at the time of use.
  - (2) Lodging: Members attending an approved event may stay at the event host hotel.
  - (3) Parking
  - (4) Meals: The maximum daily meal amount shall be set by the Board of Directors annually. There shall be no reimbursement for alcoholic beverages.
- 15.6 **REFUND POLICY FOR PLAYER REGISTRATON FEE:**
- (a) Refund requests must be submitted in writing or by email to the organization registrar.
  - (b) Refunds requests will be accepted through the second scheduled game of the applicable season.
  - (c) A full refund shall be given less the cost of any uniforms or player fees that have been paid by VYSO. A letter

explaining any and all refund deductions will be included with the refund.

**15.7 SCHOLARSHIPS:**

- (a) The Organization Board of Directors shall have the authority to determine the player scholarship policy each season.
- (b) Confidentiality of the applicant and his family shall be maintained by the organization registrar and treasurer. The Organization Board of Directors shall determine what information can be shared with other board members.

**15.8 REFEREE PAY:** The Board of Directors shall determine the method in which to pay referees and shall insure that proper documentation of referee pay is kept.

**Article 16. REGISTRATION OF PLAYERS AND ADULTS**

**16.1 PLAYER REGISTRATION:** VYSO shall follow all STYSA Player Registration Rules. The Registrar is responsible for all aspects involving player registration including keeping up to date with STYSA Regulations.

- (a) **DATE OF REGISTRATION:** A player shall be considered registered when:
  - (1) the Organization Registrar has in his possession a completed player registration form or information submitted electronically through the VYSO approved online registration system;
  - (2) the birth date of the player has been verified;
  - (3) the player's parent or guardian has signed all applicable permissions and releases on the player registration form or indicating permission electronically through the VYSO approved online registration system; and
  - (4) the required registration fee(s) have been received
- (b) **PROOF OF AGE:** Acceptable proof of age shall consist of a certified or verified birth certificate, passport, current driver's license or any other form approved by STYSA.
  - (1) Hospital, baptismal or religious certificates will not be accepted as proof of age.

**16.2 ADULT REGISTRATION:** VYSO shall follow all STYSA Adult Registration Rules. The Registrar is responsible for all aspects involving adult registration including keeping up to date with STYSA Regulations.

- (a) Any adult that will have interaction with players must submit a completed VYSO Adult Registration Form to the organization registrar, which includes permission to process a background check. This includes coaches, assistant coaches, managers, trainers and board members. Once the background check is complete and has been approved, the adult will receive an Adult Participation Pass and may be rostered to a team at this time.
- (b) **ADULT PARTICIPATION PASS (KidSafe):** An Adult Participation Pass identification card must be issued for and carried at all VYSO games and events by all coaches, assistant coaches, managers, trainers, board members, and other individuals who have interaction with the players. The Adult Participation Pass identification card must be signed by the pass holder and by the Registrar. A photo of the pass holder must be affixed to the back of the card and the card must be laminated.
- (c) **REGISTERED COACH:** Only Registered Coaches are permitted to participate in VYSO games or events as coaches or assistant coaches. To be a Registered Coach, a coach or assistant coach must:
  - (1) Submit a completed VYSO Adult Registration Form to the organization registrar, which includes permission to process a background check.
  - (2) Receive an Adult Participation Pass, indicating the background check was approved.
  - (3) Hold a currently effective coaching license or certificate or obtain one within one year of initial registration as a coach.
  - (4) Not be suspended and not be restricted from participation by a decision of a disciplinary committee or other executive body with jurisdiction of the individual.

**Article 17. RECREATIONAL PROGRAM**

**17.1** To be elected to serve on the Recreational Committee, an individual must be participating in the recreational program as a coach, assistant coach, trainer or the parent of a child playing on a recreational team. The board has the authority to appoint a non-qualified person if a qualified person is not elected. In the event that a member of the Recreational Program Committee no longer qualifies to serve on the Recreational Program Committee he shall be allowed to serve in his position until the next general membership meeting in which a replacement shall be elected.

**Article 18. SELECT PROGRAM**

**18.1** To be elected to serve on the Select Committee, an individual must be participating in the select program as an assistant coach, trainer or the parent of a child playing on a select team. Select team head coaches shall not serve on the Select Committee. The board has the authority to appoint a non-qualified person if a qualified person is not elected. In the event that a member of the Select Program Committee no longer qualifies to serve on the Select Program Committee he shall be

allowed to serve in his position until the next general membership meeting in which a replacement shall be elected.

### **Article 19. FIELDS**

- 19.1 The Board of Directors shall designate the primary soccer complex each season or year as needed.
- 19.2 Registered organization and club teams shall be allowed to use the primary soccer complex for their scheduled games without being charged a field usage fee that would be in addition to the normal player registration fee.
- 19.3 The Fields Administrator shall have the authority to designate the fields, and determine availability of those fields, to be used for all purposes including, but not limited to the following: team practice sessions, camps and demonstrations, tryouts and evaluations, tournaments and other sporting events.
- 19.4 ALCOHOL POLICY: Alcoholic beverages are prohibited from the VYSO fields and facilities.
- 19.5 SMOKING POLICY: Smoking is permitted in the parking areas only.
- 19.6 ANIMAL/PET POLICY: No animals, other than service animals, shall be allowed at the VYSO fields and/or facilities.

### **Article 20. CLUBS**

- 20.1 Any youth soccer club or organization within the geographic boundaries of VYSO may apply to become a member club under VYSO. The club shall present their organizational and governing documents to the VYSO Board of Directors when applying.
- 20.2 Each member club shall retain its own autonomy but shall adhere to all applicable rules and policies of VYSO and organizations that VYSO is a member of.

### **Article 21. LAWS OF THE GAME**

- 21.1 VYSO shall follow the Fédération Internationale de Football Association (FIFA) "Laws of the Game and Universal Guide for Referees" or the modifications made to those rules by STYSA, United States Youth Soccer (USYS) or the United States Soccer Federation (USSF.)

### **Article 22. PARLIAMENTARY AUTHORITY**

- 22.1 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules of order the organization may adopt.

### **Article 23. AMENDMENTS**

- 23.1 Any proposals or motions to amend the bylaws of the organization must be made in writing to the president and secretary at least forty five (45) days in advance of the third general meeting.
- 23.2 The proposed amendments shall be posted on the organization's website no later than thirty (30) days in advance of the third general meeting.
- 23.3 Amendments to the bylaws of the organization shall be made at the third general meeting by a two-thirds (2/3) vote.

### **Article 24. VIOLATION OF RULES**

- 24.1 Any violation of the following shall be dealt with by the Discipline and Protest Committee;
  - (a) Organization Bylaws,
  - (b) Organization Standing Rules,
  - (c) Board of Directors Standing Rules,
  - (d) Recreational Committee Standing Rules,
  - (e) Select Committee Standing Rules
  - (f) Code of Conduct
- 24.2 Any violation of the rules should be brought to the attention of the Organization President or another member of the Board of Directors.

### **Article 25. INDEPENDENT CONTRACTORS AND EMPLOYEES**

- 25.1 The Board of Directors shall have the authority to pay independent contractors and/or hire employees to carry out the business of the organization. The vote required for these matters shall be a two-thirds (2/3) vote.

**Article 26. NUMBER AND GENDER**

- 26.1 As used in this document, references in the masculine gender shall be deemed to include the feminine and neuter gender, and vice versa, and references to the singular shall be deemed to include the plural, and vice versa, wherever the context so permits.

**Article 27. DISSOLUTION**

- 27.1 Only the members of VYSO may dissolve the organization. VYSO may be dissolved by a two-thirds (2/3) vote of the members present at a duly called meeting at which a quorum is present and the notice for which has been provided at least thirty (30) days prior to the meeting accompanied by the text of the resolution to dissolve.
- 27.2 Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(C)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations, as said court shall determine which are organized and operated exclusively for such purposes.

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<sup>i</sup> Proviso Relating to Transition Attached December 10, 2009

- The President, Recreational Program Vice-President, Select Program Vice-President, Facilities Administrator and Referee Administrator were elected on December 10, 2009 to serve through May 2011.
- The Executive Vice-President, Public Relations & Fundraising Administrator, Treasurer and Fields Administrator were elected on December 10, 2009 to serve through May 2012.

<sup>ii</sup> Proviso Relating to Transition Attached December 10, 2009

- The Secretary/Treasurer, Program Administrator and Director of Coaching for the Recreational Committee were elected on December 10, 2009 to serve through May 2011.
- The Secretary/Treasurer, Program Administrator and Director of Coaching for the Select Committee were elected on December 10, 2009 to serve through May 2011.