

Article 1. NAME

- 1.1 The name of this organization shall be the Victoria Youth Soccer Association, dba 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 (including assistant coaches) and board members. 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 coach shall have one vote, which may not be transferred to a representative. He/she must be listed on a current team roster as a head coach or assistant coach.
 - (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. He/she must be listed on a current player's account.
 - (d) **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, and coaches, 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 team formation meeting or during the select team formation process.

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 through December 31.

Article 7. OFFICERS

- 7.1 **OFFICERS OF THE ORGANIZATION:** The officers of the organization shall consist of a President, a Vice-President, a Recreational Program Vice-President, a Select Program Vice-President, a Treasurer, a Fields and Facilities Administrator, a Sponsorship and Fundraising Administrator, a Referee Administrator and the President of each active member club.

- 7.2 **ELECTION & TERM OF OFFICE:** The officers shall be elected by ballot at the annual general meeting to serve for two years or until their successors are elected, and their term of office shall begin on June 1st. The list of nominated candidates for election must be circulated to all voting members no later than fourteen (14) days before the general meeting. All candidates must be nominated prior to this fourteen (14) day period. The President, the Recreational Program Vice-President, the Fields and Facilities Administrator, and the Referee Administrator shall be elected in odd numbered years. The Vice-President, the Select Program Vice-President, the Treasurer, and the Sponsorship and Fundraising Administrator shall be elected in even numbered years.

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 **GENERAL BOARD MEMBER RESPONSIBILITIES:** All Board Members are expected to actively participate in the organization programs for the betterment of the organization. Board Members are responsible for working at registration events and player tryouts. Board Members are responsible for field marshal duties on game days. Board Members are responsible for helping complete the work of the board when another Board Member is unable to perform his duties.
- 8.3 **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.
- 8.4 **VICE-PRESIDENT:** The Vice-President shall assume the responsibilities of the president in his absence. 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.
- 8.5 **RECREATIONAL PROGRAM VICE-PRESIDENT:** The Recreational Program Vice-President shall supervise all activities of the recreational program. He shall be responsible for securing coaches for all recreational teams each season. He shall be responsible for scheduling and coordinating coaching clinics as needed. He shall hold a recreational coaches meeting before the first game of each recreational season. He shall serve as the chair at meetings in the absence of the President and Vice-President. He shall be a voting member of the Board of Directors.
- 8.6 **SELECT PROGRAM VICE-PRESIDENT:** The Select Program Vice-President shall supervise all activities of the select program. He shall hold a select coaches meeting before the player tryouts each year. He shall serve as the chair at meetings in the absence of the President, the Vice-President, and the Recreational Program Vice-President. He shall be a voting member of the Board of Directors.
- 8.7 **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. He shall present a treasurer's report at all general meetings and board meetings. He shall be responsible for preparing the fiscal budget for approval. He shall verify that all expenses submitted for payment are authorized in the current budget or have been approved by the appropriate board. He shall be a voting member of the Board of Directors.
- 8.8 **FIELDS AND FACILITIES ADMINISTRATOR:** The Fields and Facilities Administrator shall be responsible for coordinating the use and maintenance of the fields, facilities, and use of the field equipment. He shall be responsible for ensuring the fields are safe and playable and properly maintained. He shall be responsible for ensuring that all facilities are maintained and operational. Facilities include all permanent and temporary structures. He shall be responsible for ensuring that all field equipment is maintained and operational. He shall be responsible for all waste removal. He shall be a voting member of the Board of Directors.
- 8.9 **SPONSORSHIP AND FUNDRAISING ADMINISTRATOR:** The Sponsorship and Fundraising Administrator shall be responsible for all sponsorship and fundraising aspects of the organization. He shall be a voting member of the Board of Directors.
- 8.10 **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 assignments for referee pay. He shall evaluate referee performance and coordinate additional referee training as needed. He shall be a voting member of the Board of Directors.

Article 9. EXECUTIVE DIRECTOR

- 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 Director. 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 DIRECTOR: The Executive Director 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 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 ensuring 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 MEETING

- 10.1 The organization shall hold one (1) general meeting per year. The general meeting shall be held on the second (2nd) Thursday in May.
- 10.2 NOTICE OF GENERAL MEETING: All members shall be notified at least two weeks in advance of general meetings. Notice shall be sent by email and posted on the organization's website.
- 10.3 PURPOSE OF GENERAL MEETING:
- (a) The general meeting shall be designated as the annual meeting. Elections of officers shall take place at this meeting.
- (b) The annual budget shall be presented at this meeting.
- (c) 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. 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 6:30 PM on the second (2nd) Monday of each month. 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.

- 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 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 the general meeting of the organization. This report shall detail all actions taken since the previous general meeting.

Article 12. COMMITTEES OF THE ORGANIZATION

12.1 STANDING COMMITTEES

- (a) 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.
- (b) DISCIPLINE AND PROTEST COMMITTEE: At the January Board Meeting each year, the Board of Directors shall appoint the Discipline and Protest Committee Chair. The Board shall also appoint several VYSO members to serve on the Discipline and Protest Committee.
- (1) VYSO shall follow STYSA's Discipline, Protest, Grievance, and Appeal Procedures.
 - (2) The D&P Committee Chair shall appoint a Hearing Committee of three D&P Committee members to hear each case brought to the committee's attention. None of these three hearing committee members shall have a conflict of interest with that case.

- 12.2 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 13. OFFICE AND POSITION HOLDING LIMITATIONS

- 13.1 OFFICE-HOLDING LIMITATIONS: No one shall hold more than one office or position on the Board of Directors or committee at the same time. Married couples or other family members in the same household shall be allowed to serve as officers on the Board of Directors at the same time provided that none serves as the Treasurer of the organization.
- 13.2 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.
- 13.3 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.
- 13.4 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.
- 13.5 CONFLICT OF INTEREST: A conflict of interest occurs when one individual, or a select group of individuals, profits from a situation in a way not deserved and not available to others, and possibly due to the detriment of others. A conflict of interest can also occur when an individual is involved in multiple interests, one of which could possibly corrupt the motivation for an act in the other.
- (a) The Board of Directors shall be required to suspend the powers of any officer or board member that has a conflict with serving in his position within the organization.

- (b) It shall be considered a conflict of interest if an officer or board member is also a board member or administrator of a competing youth soccer organization.

Article 14. FINANCIAL POLICIES

- 14.1 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.
- 14.2 The Board of Directors has the authority to designate signing authority for all bank accounts. If there are board members that are married or living in the same household, neither shall be eligible for check signing authority on any and all VYSO bank accounts.
- 14.3 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.
- 14.4 The Board of Directors shall have the authority to create appropriate accounting policies.
- 14.5 **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 and Toll Fees: reimbursement shall be allowed for appropriate parking and toll road fees.
 - (4) Meals: The reimbursement for meals while traveling shall be \$30 per day.
- 14.6 **REFUND POLICY FOR PLAYER REGISTRATION FEE:**
- (a) The Organization Board of Directors shall have the authority to determine the refund policy for player registration fees. This policy shall be posted on the organization's website.
- (b) A full refund shall be given less the cost of any uniforms, administrative costs, player fees, or other expenses that have been paid or incurred by VYSO.
- 14.7 **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.
- 14.8 **REFEREE PAY:** The Board of Directors shall determine the method in which to pay referees and shall ensure that proper documentation of referee pay is kept.

Article 15. REGISTRATION OF PLAYERS AND ADULTS

- 15.1 **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) has 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.
- 15.2 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 register and complete a background check. This includes coaches, assistant coaches, managers, trainers, volunteers, staff, and board members. Once the background check is complete and the adult has been approved by the Board of Directors, the adult will be eligible to 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 card and the card must be laminated. The Adult Participation Pass must be worn on a lanyard around the neck, or on a clip, on the front of the shirt, during all games.

Article 16. FIELDS

- 16.1 The Board of Directors shall designate the primary soccer complex each season or year as needed.
- 16.2 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.
- 16.3 The Fields and Facilities Administrator shall have the authority to determine availability and playability of the fields.
- 16.4 ALCOHOL POLICY: Alcoholic beverages are prohibited from the VYSO fields and facilities during youth games, practices, scrimmages, camps and other youth events.
- 16.5 SMOKING POLICY: Smoking is permitted in the parking areas only.
- 16.6 ANIMAL/PET POLICY: No animals, other than service animals, shall be allowed at the VYSO fields and/or facilities.

Article 17. CLUBS

- 17.1 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.
- 17.2 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 18. LAWS OF THE GAME

- 18.1 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 19. PARLIAMENTARY AUTHORITY

- 19.1 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 20. AMENDMENTS

- 20.1 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 general meeting.
- 20.2 The proposed amendments shall be posted on the organization's website no later than thirty (30) days in advance of the general meeting.
- 20.3 Amendments to the bylaws of the organization shall be made at the general meeting by a two-thirds (2/3) vote.

Article 21. VIOLATION OF RULES

- 21.1 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
 - (g) Any and all other rules or policies adopted by the organization and/or Board of Directors.
- 21.2 Any violation of the rules should be brought to the attention of the Organization President, the Executive Director, or another member of the Board of Directors.

Article 22. INDEPENDENT CONTRACTORS AND EMPLOYEES

- 22.1 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 23. NUMBER AND GENDER

- 23.1 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 24. DISSOLUTION

- 24.1 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.
- 24.2 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.