

Section I -- Constitution
Alamo Area Youth Soccer Association

Article 1: Name

The name of this organization shall be the **Alamo Area Youth Soccer Association**, a Texas non-profit corporation, hereinafter referred to as “**AAYSA.**”

Article 2: Purpose

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

Article 3: Affiliation

AAYSA and its member organizations shall affiliate and comply with the authority of the South Texas Youth Soccer Association, hereinafter referred to as “STYSA,” and the United State Soccer Federation, hereinafter referred to as USSF and United States Youth Soccer, hereinafter referred to as “USYS.”

Article 4: Seasonal Year

The Seasonal Year of AAYSA shall be the same as STYSA.

Article 5: Territory

AAYSA shall be comprised of all member organizations within the Alamo area, as specified by STYSA.

Article 6: Membership:

Membership in AAYSA shall consist of properly constituted and approved youth soccer associations, organization, clubs and leagues, herein known as “member associations,” within AAYSA’s defined territory. Each member organization shall retain its own autonomy; however, each will adhere to AAYSA’s Constitution, Bylaws and Rules pertaining to all matters within AAYSA’s authority. Upon Governing Board approval, AAYSA shall admit as member organizations applicant organizations, associations, clubs or leagues within its area. Any applicant with less that twelve (12) member teams shall not be granted separate membership but may become a non-voting AAYSA associate member whose representative may participate in all discussion, and whose teams may participate in all AAYSA competitions.

Article 7: Governing Board

AAYSA shall be governed by a Governing Board. The Governing Board shall be composed of the AAYSA President and the President of each member organization or other representative designated in writing to the AAYSA Secretary by the member organization. At least one alternate shall also be designated by each member organization. Should neither the representative nor a designated alternate be available to attend a board meeting, a written or verbal notice by any of them to the Secretary will allow an additional alternate to represent the member organization at that meeting. The duties and responsibilities of the Governing Board shall be to:

1. establish all AAYSA Rules;
2. establish all AAYSA fees and charges;
3. adopt a budget and, except as otherwise provided for in the Bylaws, approve all non-budgeted expenditures;
4. assist member organizations to provide the opportunity for all those who wish to participate in youth soccer activities;
5. carry out all other duties and responsibilities as specified in the Constitution, The Bylaws and Rules of AAYSA, or as required by STYSA; and
6. monitor compliance with the AAYSA Constitution, Bylaws and Rules and decisions of the Governing Board;

Article 8: Officers/Executive Committee

A. **Positions.** The members of the Governing Board shall elect the following officers of AAYSA:

President*
Executive Vice-President
Secretary
Treasurer*
Registrar
Commissioner of Referees*
Director of Coaching
Vice President of Select Soccer*
Vice President of DII Boys*
Vice President of Division II Girls
Vice President of Recreational Boys
Vice President of Recreational Girls*

B. **Executive Committee.** The above officers shall constitute the AAYSA Executive Committee. The Executive Committee shall be responsible for implementing the

decisions of the Governing Board. The primary responsibilities are, but not limited to the following:

1. establish and approve all inter-organization play and playoffs;
2. establish and approve any inter-association play (league play between AAYSA teams, and teams from other STYSA associations, except those established at the Western District or state levels of STYSA);
3. review and pass upon all requests (which must have been previously Approved by the member organization involved) to host invitational tournaments requiring STYSA approval; and
4. carry out all other duties and responsibilities as specified in the Constitution, the Bylaws and Rules of AAYSA, or as required by STYSA;

C. **Term.** The officers shall be elected for a two year term beginning June 1 and ending May 31 two years later. They may succeed themselves in office. The *officers shall be elected during even numbered years and the remaining officers shall be elected in odd numbered years.

D. **Attendance.** Any AAYSA officer who is absent two consecutive Executive Committee meetings without reasonable excuse may have his/her position declared vacant by the Governing Board with a simple majority vote.

E. **Vacancy.** In the event any office becomes vacant, a successor shall be elected by a simple majority vote of the Governing Board at any duly constituted meeting.

F. **Removal.** Except for a vacancy for non-attendance, a two-thirds (2/3) majority vote of the Governing Board at any duly constituted meeting shall be required to remove any officer.

Article 9: Meetings

A. **Governing Board Meetings.**

1. April: Elections
2. June: Approve the budget, amend Constitution, Bylaws and Rules as appropriate, review Executive reports
3. January: Approve the Budget, amend Constitution, Bylaws, and Rules as appropriate, review Executive reports.

B. **Executive Committee Meeting.** June, August, September, November, January, February and April.

C. **Special Meetings.** Special Meetings of either the Governing Board or the Executive Committee may be called by the President. Special meetings of the Governing Board may also be called by written notice to the AAYSA Secretary by members of the Governing Board's representing at least 1/3 of the voting powers of all of the member organizations; and of the Executive Committee by written notice to the AAYSA Secretary by at least 1/3 of the Executive Committee. Only the subjects for which a meeting has been called may be addressed at the meeting.

D. **Place of Meetings.** The AAYSA President may designate any place within the boundaries of AAYSA, as the place for any regular or special meeting.

E. **Notice.** Notice of a meeting shall have been accomplished when the AAYSA Secretary or his/her designate places the notice with electronic notification.

F. **Order of Business.** After a meeting has been called to order, the order of business for a Governing Board or Executive Committee meeting shall be as follows:

1. roll call and vote accreditation;
2. reading and approval of minutes of last meeting;
3. unfinished business;
4. reports, if any, of chairpersons of standing committees;
5. reports of officers;
6. elections of officers (April Governing Board Meeting);
7. amendments, if any, of Constitution, Bylaws or Rules. (Governing Board only);
8. new Business; and
9. adjournment

The president may modify the order of presentation of any meeting's business to accommodate guests and to bring about the efficient handling of matters to be presented. All meetings of AAYSA shall be conducted in accordance with Robert' Rules of Order, Latest edition.

G. **Quorum.** A majority of the total membership which comprises a board committee or other group as of the date of the meeting (Governing Board, committee or otherwise) shall constitute a quorum at all meetings.

Article 10: Amendments

Any proposals or motions to amend this Constitution must be made in writing to the Secretary for distribution to AAYSA Governing Board members. In addition, thirty (30) days written notice to each Governing Board member of a proposed amendment to this Constitution

shall be required. Such notice shall contain the amendments proposed, as well as the date, time and place of the meeting. Amendments to this Constitution may only be made at a regularly scheduled meeting of the Governing Board, and shall require a two-thirds (2/3) majority vote of the Governing Board.

Article 11: Dissolution

In the event that AAYSA ceases to function or dissolves, and after paying or making provision for the payment of all just liabilities, the Governing Board shall transfer all of the net assets to any successor organization which has similar purposes as specified in this Constitution; provided, however, such successor organization qualifies under Section 501(c)(3) of the Internal Revenue Code (or any corresponding provision). Should no successor organization exist, then the net assets shall be distributed to STYSA, provided STYSA qualifies under Section 501(c)(3). If STYSA does not exist or does not qualify, then the Governing Board may distribute the net assets to any youth organization it designates so long as the organization qualifies under Section 501(c)(3).

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Section II - AAYSA Bylaws

Article I: Offices

A. **Principal Office.** The principal office of AAYSA shall be in the State of Texas and within the boundaries of AAYSA. It shall be located at the resident of the AAYSA President. The AAYSA President may designate other offices as may be required from time to time.

B. **Registered Office.** AAYSA shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office, and the address of the registered office may be changed from time to time. The registered agent shall be the AAYSA President unless the President appoints a designate to be registered agent in his/her place.

Article II: Membership

A. **Members.** The following constitute the member organizations of AAYSA: Alamo City Youth Soccer Organization (ACYSO); Alamo Heights Ft Sam Houston (AHFSH); Bandera Youth Soccer (BYS); Bulverde Youth Soccer Association (BYSA); Boerne Youth Soccer; Canyon Lake Youth Soccer Association (CLYSA); Classic Elite Soccer Academy (CESA); Greater Randolph Area Youth Soccer Association (GRAYSA); S.A. Lions Futball Club (LFC); New Braunfels Youth Soccer Association (NBYSA); Northeast Youth Soccer Organization (NEYSO); Southside East Youth Soccer-East Central Lakeside Athletic Association (SSEYS-ECLAA); San Marcos Area Youth Soccer Organization (SMAYSO); Seguin Youth Soccer Club (SYSC); and Tri-Cities. River City Soccer Association (RCSA) added June 2007.

B. **Application for Membership.** An organization seeking membership in AAYSA must file a written application requesting membership which must be accompanied by a hard copy of the applicant's Constitution, Bylaws and Rules. With the notice of the meeting in which membership is to be considered, the AAYSA Secretary shall include a copy of the applicant's application, Constitution, Bylaws and Rules to each member organization's representative.

C. **Resignation.** Any member organization may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member organization of the obligation of paying any and all dues, fees, assessments or other charges due and unpaid.

D. **Reinstatement.** Upon written request signed by a former member with up-to-date copies of its Constitution, Bylaws and Rules and filed with the Secretary, the Governing Board may, by the affirmative vote of two-thirds (2/3) of its members at a duly constituted meeting, reinstate such former member to the membership on such terms as the Governing Board may deem appropriate.

E. **Transfer of Membership.** Membership in AAYSA shall not be transferable or assignable.

Article 3: Voting

A. **Voting.** In all matters to be decided by the Governing Board, each organization shall have voting powers according to the player registrations within a seasonal year. (fall player registrations plus new player registrations from the spring).

200 or less registrations.....	1 vote
210-400 registrations.....	2 votes
401-700 registrations.....	3 votes
701-1100 registrations.....	4 votes
1101-1500 registrations.....	5 votes
1501-2000 registrations.....	6 votes

Each additional 500 registrants will provide 1 additional vote.

If a new member organization joins AAYSA in the interim, voting rights will be granted upon the number of player registrations as provided by the Registrar to the Secretary from the fall registration if applicable, or the spring registration according to the first AAYSA registration deadline as established by the Executive Committee. If part of a member organization chooses to directly join AAYSA, each of the resulting member organization’s voting rights will be determined based upon its respective portion of their cumulative player registrations as reported at the previous STYSA Summer Governing Board meeting.

Voting powers shall remain the same until the next year’s fall registration date regardless of whether or not registration changes or the member organization does not have a spring soccer season. The representative or alternate shall cast all votes for the member organization, unless there is a valid proxy. A simple majority of the votes on any issue at any meeting shall decide all questions, except those involving amendments to the Constitution, Bylaws or Rules or to remove an officer. No officer of AAYSA shall cast votes for a member organization, unless such officer is the valid proxy of such organization.

B. **Proxy.** To be valid, a proxy must be in writing, signed and dated by the chief executive officer of the member organization. It must be presented to the AAYSA Secretary prior to any vote at which it will be utilized. The proxy must designate the individual appointed to vote for the organization and must designate the powers of the proxy holder. It shall be valid only for the meeting immediately after the date of the proxy. A proxy may not be cast by a member organization not present at the last regular meeting nor by a member organization which is not in good standing.

Article 4: Officers

A. All officers of AAYSA shall carry out the decisions of the Governing Board and shall uphold and enforce the provisions of the AAYSA Constitution, Bylaws and Rules. All officers shall report to the Governing Board meeting at its regular and special meetings.

B. **President.** The President shall be the Chief Executive Officer of AAYSA and shall have the following duties and responsibilities:

1. shall preside at AAYSA regular and special Governing Board and Executive Committee meetings;
2. may appoint committees;
3. shall cast the deciding vote in the event of a tie at any meetings at which he/she presides or waive the right to do so;
4. may appoint delegates to any member organization meeting;
5. shall submit a written annual report, which shall become part of the minutes to all Governing Board members at June/July regular meetings;
6. prior to the last meeting of the each fiscal year, may appoint an auditing committee to inspect the Treasurer's books to certify their accuracy;
7. with the Treasurer, shall prepare and oversee all AAYSA budgets and financial reports;
8. shall handle all public relations in the best interest of AAYSA;
9. shall have responsibility for new area development;
10. shall represent AAYSA at all STYSA meetings and shall include in the budget reasonable expenses to attend meetings;
11. shall have the right to designate individual(s) to carry out any of his/her listed duties and responsibilities;
12. shall appoint Inter-Organization scheduler(s) and Inter-Organization scorer(s); and
13. shall manage the day to day operations of AAYSA.

C. **Executive Vice President.** The Executive Vice President shall succeed to the powers of the President in his/her absence and in addition have the following duties and responsibilities:

1. shall function as chairperson of the Appeals Committee, unless a matter involves his/her own organization, then he/she shall appoint a chairperson from the Appeals Committee. Prior to the start of each season, he/she shall appoint members (in addition to him/herself) to an Appeals Committee to rule on any Inter-Member appeal matter;
2. shall promote activities for the development of AAYSA players; and

3. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.

D. **Vice President Select Soccer.** The Vice President of Select Soccer shall serve as the AAYSA liaison to STYSA and Western District and WDDOA.

E. **Vice Presidents Division II and Recreation Boys/Girls.** The Vice Presidents shall have the following duties and responsibilities:

1. prior to the seasonal play approve and then coordinate and administer all play in and amongst member teams and leagues;
2. monitor all league play within member clubs;
3. appoint a scheduler and or scorer for each league, age group or sub-division, thereof, if deemed necessary;
4. receive and maintain penalty point records;
5. determine if a forfeit shall be recorded for game cards not forwarded to their designee within seventy-two (72) hours;
6. determine whether a cancelled game shall be declared a forfeit, replayed or deleted from the schedule;
7. serve as the AAYSA liaison to the STYSA Western District for tournaments and activities;
8. appoint committees or individuals to assist them with their duties;
9. investigate and file any D&P matters with the Executive Vice President

F. **Secretary.** The Secretary shall have the following duties and responsibilities:

1. shall record the minutes of all meetings, attend to all correspondence, and keep the records of AAYSA;
2. shall maintain a complete mailing list of member organizations, clubs and leagues, representatives and alternates of the Governing Board and Officer of AAYSA;
3. shall provide minutes of AAYSA Governing Board and Executive Committee meetings to all members of the Governing Board prior to the next scheduled AAYSA meeting;
4. shall provide notice of all meetings as required in the AAYSA Constitution, Bylaws and Rules of all meetings;
5. shall receive and record the designated representative and alternate of each member organization;

6. shall obtain from the Registrar paid registration statistics according to the previous STYSA Summer Governing meeting. If an interim new member, voting rights will be based upon the number of paid registrations as provided by the Registrar by the first Fall registration date for the purpose of calculating each new member organizations voting power throughout the balance of the seasonal year;
 7. shall maintain a hard copy of each member organization's recent constitution, Bylaws and Rules; and
 8. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.
- G. **Treasurer.** The Treasurer shall have the following duties and responsibilities:
1. shall collect all dues and fees owed to AAYSA; control all monies of AAYSA and maintain detailed records of AAYSA's income and expenditures;
 2. shall prepare and submit a financial report of income, expenditures, current assets and liabilities to the Governing Board at each regular meeting;
 3. shall pay all AAYSA bills properly passed upon and approved by the President;
 4. shall assist the President in the preparation of the yearly AAYSA budget; and
 5. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.
- H. **Registrar.** The Registrar shall have the following duties and responsibilities:
1. shall select the registration program that must be utilized by every member organization in AAYSA;
 2. shall supply members with proper registration information and materials;
 3. shall insure that all STYSA and USYSA registration forms are timely filed with the proper authorities;
 4. shall maintain and prepare registration statistics of each season and present a report of such statistics to the Governing Board at the next regular meeting after registration;
 5. shall provide paid registration statistics of each member organization to the Secretary five (5) days before the October/November AAYSA meeting so that the Secretary can determine member organizations voting power for the seasonal year;

6. shall coordinate member organizations' registrars in registering all AAYSA players with AAYSA, STYSA and USYS;
7. shall assume responsibility for all insurance matters, including but not limited to informing the Governing Board members about insurance coverage, handling claims (including follow-up) and dealing with any insurance problems that might arise; and
8. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.

I. **Referee Commissioner.** The Referee Commissioner must be a certified assignor and shall have the following duties and responsibilities:

1. shall institute and coordinate the initial and continuing education of referees amongst the member organizations;
2. shall assign and coordinate referees for all AAYSA sponsored or hosted playoffs and tournaments;
3. shall gather, maintain, and distribute to member organizations current referee lists of referees from the area referee administrator and various member organizations;
4. shall receive written complaints against member organization referees and investigate for possible further action and forward to the AAYSA Appeals Chairperson;
5. shall remain informed of FIFA, USYSA, STYSA and AAYSA rule changes and shall disseminate this and other pertinent information to member organization referees or their coordinators; and
6. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.

Article 5: Executive Committee

The AAYSA Officers shall constitute the Executive Committee for matters demanding immediate attention where it is impractical or impossible to call a Governing Board meeting. The President or any three (3) AAYSA officers may call an Executive Committee meeting with two (2) days notice to the Executive Committee members. The President shall designate the location, date and time of any Executive Committee meeting. The President/Governing Board may not spend non-budgeted funds in excess of \$1,000.00.

Article 6: Notice

Notice in these Bylaws shall have been accomplished when the AAYSA Secretary or his/her designate places with electronic notification or the U.S. Postal Service, with a properly

addressed, sufficient postage written notice to each Governing Board member or other person entitled to notice.

Article 7: Disciplinary/Complaints

The AAYSA Appeals Committee shall utilize STYSA's Discipline, Protest, Grievance and Appeal Procedures in all disciplinary or appeals matters.

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