



Section II - AAYSA Bylaws May 2018

Voted in on June 21, 2018

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ARTICLE 1: OFFICES

1.1 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 residence of the AAYSA President. The AAYSA President may designate other offices as may be required from time to time.

1.2 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 2: MEMBERSHIP

2.1 Application for Membership. An organization seeking membership in AAYSA must file a written application requesting membership, which must be accompanied by a hardcopy 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.

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

2.3 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.

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

ARTICLE 3: VOTING

3.1 In all matters to be decided by the Governing Board, each Full Member shall have one (1) vote if they have 100 or more players registered in AAYSA sponsored programs/ competitions within the fall seasonal year.

3.1.1 If a new member association joins AAYSA in the interim, member association may be granted 1 vote if said member association has the requisite number of registrations.

3.1.2 Voting powers shall remain the same until the next year's fall registration date regardless of whether registration changes or the member organization does not have a spring soccer season. The chief executive officer, (i.e. president), of the member association shall cast all votes for the member organization, unless there is a valid proxy.

3.1.3 A simple majority of the votes on any issue at any meeting shall decide all decisions or matters, and questions, except those involving amendments to the Constitution, Bylaws or Rules or to remove an officer.

3.1.4 No officer of AAYSA shall cast votes for a member association.

3.2 Proxy: To be valid, a proxy must be in writing, signed and dated by the chief executive officer or President of the member association. It must be presented to the AAYSA Secretary via e-mail or in person prior to any vote at which it will be utilized. The proxy must designate the individual appointed to vote for the member association 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 designee may only vote on behalf of one-member association. AAYSA officers cannot serve as proxies.

3.3 Member Attendance: Each member is required to attend two Governing board meetings per seasonal year. Any member that misses two meetings will not be in good standing for the following seasonal year.

ARTICLE 4: OFFICERS

4.1 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 at all scheduled Governing Board Meetings.

4.2 All officers of AAYSA will have full voting rights.

4.3 Officers;

4.3.1 **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 Associations 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 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 have responsibility to obtain sponsors to contribute either through action, deed or financial assistance.
11. shall represent AAYSA at all STYSA meetings and shall include in the budget reasonable expenses to attend meetings;
12. ensure all Member Association conduct goal post inspections/insurance requirements.
13. shall have the right to designate individual(s) to carry out any of his/her listed duties and responsibilities;
14. shall manage the day to day operations of AAYSA.

4.3.2 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 Discipline and Protest or Appeals Committee, unless a matter involves his/her own organization, then he/she shall appoint a chairperson from the Discipline and Protest. Prior to the start of each season, he/she shall appoint members (in addition to him/herself) to Discipline and Protest Committee to rule on any Association appeal matter;

2. 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 Association appeal matter;

3. review and approve all applications to host invitational tournaments; ensure documents are within compliance

4. shall promote activities for the development of AAYSA players; and

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

4.3.3 Vice President of AAYSA Academy/AAYSA Recreation-Plus Inter-association League

4.3.4 Vice President of AAYSA League Cup Play (AAPL, AACL. AASL)

Vice President (s) shall have the following duties and responsibilities:

1. coordinate and administer all AAYSA sponsored levels of play;

2. monitor all AAYSA sponsored levels of play within member associations (clubs);

3. receive and maintain penalty point records; determine if a forfeit shall be recorded for game cards not forwarded to their designee within seventy-two (72) hours;

4. determine whether a cancelled game shall be declared a forfeit, replayed or deleted from the schedule;

5. participate as the AAYSA liaison to the Western District and STATE tournaments and activities;

6. appoint committees or individuals to assist them with their duties;

7. compile and Assemble reports and statements on any D&P matters with the Executive Vice President

4.3.5 **Secretary**

1. shall record and publish the minutes of all meetings, attend to all correspondence, and keep the records of AAYSA;
2. shall maintain a complete mailing list of Member Associations, 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/Constitution;
5. shall receive and record the designated representative and alternate of each member organization;
6. shall obtain from the Registrar paid registration data according to the previous STYSA Summer Governing meeting. If an interim new Member Associations, 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 Associations recent Constitution/Bylaws and Rules; and
8. may appoint other individuals or committees to assist in carrying out his/ her duties and responsibilities.

4.3.6 Treasurer: It shall be the duty of the Treasurer (and/or Registrar) to receive all fees, dues, monetary donations, contributions, and other income and provide a receipt thereof.

1. shall prepare and submit a financial report of income, expenditures, current assets and liabilities to the Governing Board at each regular meeting;
2. shall pay all AAYSA bills properly passed upon and approved by the President;
3. shall assist the President in the preparation of the yearly AAYSA budget; and may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.
4. the records of the Treasurer shall be opened for audit at any time by the Auditing Committee, appointed by the President.

4.3.7 Registrar. The Registrar must be familiar and proficient with all STYSA Registration procedures and current software. The Registrar shall have the following duties and responsibilities: 1. shall select/set up the registration program that must be utilized by every member organization in AAYSA; for each seasonal year (fall/spring). 2. shall supply members with proper registration information and materials; 3. shall insure that all STYSA and USYS registration forms are timely filed with the proper authorities; including all International / Interstate clearances. 4. shall maintain and prepare registration statistics of each season and present a report of such statistics to the executive committee at the next regular meeting after registration; 5. shall provide paid registration statistics of each member organization to the Executive Committee based on the fall billing cycle so that the executive committee can determine member organizations voting power for the seasonal year; 6. shall coordinate member organizations' registrars in registering all AAYSA players within 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 (COI), handling claims (including follow-up) and dealing with any insurance problems that might arise; 8. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.

9. Shall be responsible for all billing of clubs (including but not limited to late fee, player fee, league fee, no show fee.), and the collection/receiving of payments. 10. Shall be responsible for the depositing of all collected payments and report back to the treasurer. 11. It shall be the duty of the Registrar and/or Treasurer to receive all fees, dues, monetary donations, contributions, and other income and provide a receipt thereof. **4.3.7 Referee Commissioner:** The Referee Commissioner must be a certified assignor and shall have the following duties and responsibilities:

1. shall conduct and coordinate the initial and continuing education of referees amongst the Member Associations;
2. shall monitor and track Member Associations club assignors and referees to ensure compliance with local and State certifications requirements.
3. shall assign and coordinate referees for all AAYSA sponsored or hosted playoffs and tournaments;
4. shall receive written complaints against member organization referees and investigate for possible further action and forward to the AAYSA D&P or Appeals Chairperson;
5. shall remain informed of FIFA, USYSA, STYSA and AAYSA rule changes and shall disseminate this and other pertinent information to Member Associations referees or their club assignors;
6. may appoint other individuals or committees to assist in carrying out his/her duties and responsibilities.
7. Shall be responsible for properly identifying referees, assignors and certifications when needed.

4.3.8 Director of Coaching: The AAYSA DOC shall hold, or be in the process of obtaining within a year of election, an advanced level National License (minimum USSF National C License or a USC Advanced National Diploma or higher) and shall have the following duties:

1. act in an advisory capacity to the various Vice Presidents on questions regarding league play.
2. access and disseminate all U.S. Youth Soccer and STYSA curriculums and updates.
3. promote/represent AAYSA to any club's constituents and potential prospects.
4. aid in the development of AAYSA programs, including, but not limited to: organizing and planning coaches' clinics, speaking and participating in meetings of membership.
5. organize, plan and conduct workshops, seminars and other types of educational programs for AAYSA member clubs as requested.
6. attend Governing Board meetings and report to the Executive Committee and/or Governing Board on a regular basis as needed.
7. act in an advisory capacity for any coaching issues to the AAYSA Executive Committee and/or Governing Board and member clubs.
8. be available, as requested, to participate in an advisory capacity any AAYSA and/or member club pre-season and/or post-season coaches' meetings as well as meetings with club DOC's and Academy DOC's.
9. with the assistance of the AAYSA and constituent club registrars, develop, maintain and update as needed a coaches database of current AAYSA coaches and their respective coaching credentials.
10. stay current with all STYSA and/or U.S. Soccer coaching licensing opportunities and communicate this information as needed. Develop and recommend minimal coaching standards for all coaches within AAYSA for all levels of play.

4.3.9 Contractual Employees: AAYSA may, subject to Governing Board approval, employ/contract with individuals/businesses to carry out specific tasks as needed.

ARTICLE 5: EXECUTIVE COMMITTEE MEMBERS

The AAYSA Officers shall constitute the Executive Committee Members for matters demanding immediate attention where it is impractical or impossible to call a Governing Board meeting. The President or any three (3) Executive Com-

mittee Members 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 \$1000.00

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 D&P or Appeals Committee shall utilize STYSA's current Discipline, Protest, Grievance and Appeal Procedures in all disciplinary or appeals matters