

## Meade County Youth Soccer Alliance

### By Laws

#### Article 1 - Organization

The name of this organization shall be Meade County Youth Soccer Alliance. It shall herein be referred to as “MCYSA” or the “Alliance”.

MCYSA shall meet all requirements for affiliation with the Kentucky Youth Soccer Association (KYSA) and its affiliation with the United States Youth Soccer Association (USYSA) and the United States Soccer Federation (USSF).

The office of the Alliance shall be located in the City and State designated in the Articles of Incorporation. The Corporation may also maintain an office at such other places within and without the State as the Board of Directors may, from time to time, determine.

#### Article 2 – Purpose

The purpose of the MCYSA is to foster and advance youth soccer and to look out for the interests of its members. The program promotes the idea of good sportsmanship, honesty, loyalty and courage through organized athletic competition. The MCYSA goal is to keep the soccer program exciting and concentrate on developing skills, teaching the game rules, cultivating team spirit, instilling good sportsmanship and fair play to all participants, encouraging respect for the officials, and preparing our players for the next level. The program is designed to interact and impact players, coaches, referees and parents.

#### Article 3 – Membership in Alliance

##### 3.1 Membership Types

This Alliance shall be comprised of members, the qualifications of which shall be described as follows:

- (i) Adults.** Adult members, shall be persons: (a) who are twenty (18) years old or older; (b) who have agreed to, and do in fact, adhere to the By-Laws, Code of Conduct, and all other rules and regulations of the Alliance, including parents or guardians of registered players and adult volunteers, registered coaches and assistant coaches, and referees whom MCYSA is their primary Alliance, and (c) have paid all dues and fees required by the Alliance; and
- (ii) Youth.** Youth members shall be non-voting members who shall be youth soccer players: (a) who are nineteen (19) years old or younger; (b) who have executed and delivered to the Board a youth membership application, birth certificate, and any other document requested by the Board in its sole opinion; and (c) who have paid all dues and fees required by the Alliance.

##### 3.2 Membership Duty

All members of the Alliance have a responsibility and obligation to (i) abide by the by-laws of the MCYSA and conform to the rules, codes and regulations of the MCYSA and KYSA; (ii) conduct themselves before, during, and after a game in a positive manner; (iii) promote the game of soccer positively to the children we serve by promoting practices, sportsmanship, discipline, and commitment to the team; (iv) become

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actively involved in MCYSA through aiding the coaches, becoming a coach, becoming a referee, assisting in the concession stand or field preparation, or becoming a board member. Remember: MCYSA is operated by volunteers.

### **3.3 Termination, Expulsion, or Suspension of Membership**

Any member (adult or youth, voting or non-voting) of the Alliance may be expelled and his membership or relationship with the Alliance terminated, canceled, or forfeited, or he may be suspended or censured, by the Board in its sole discretion or through its consideration of a recommendation of any committee of not less than five (5) Voting Members appointed by the Board, for a violation of the Alliance's Articles, Bylaws, or Rules, Codes, and Regulations or for conduct prejudicial to the interests of the Alliance (however, a red card in itself shall not be considered an expulsion for these purposes).

Also, any member may resign at any time. However, the resignation, expulsion, termination, suspension or censure of a member does not relieve the member from any obligations the member may have to the Alliance.

Upon the Board reaching the conclusion that the membership of a member should be terminated or forfeited or that a member should be suspended or expelled, the Board shall issue a written notice of such termination, expulsion, or suspension with the reasons therefore, which may include as a valid basis for termination, expulsion, or suspension, a lack of confidence in the member to fulfill his obligations as a member, and in such notice shall give the member fifteen (15) days in which to appeal this decision to the Board in writing. If such written appeal is not timely received, the termination, expulsion, or suspension is effectual and no further appeals are available.

If a written appeal is timely received, the Board, or if the appealing member is also a member of the Board or if the Board in its discretion votes to transfer the appeal to another body, then a committee appointed by the Board, shall set a hearing date and time and place for the appeal and notify the member in writing of such hearing date, time and place. Such hearing date will be within ten (10) days of the Board's receipt of the appeal, and the appealing member must attend to present all information and evidence that he reasonably desires.

Additionally, the Alliance will honor all orders of suspension of members of the Alliance or persons affiliated with the Alliance, including, without limitation, all players, team coaches, managers, administrators, parents or referees, issued by the Kentucky Youth Soccer Association (KYSA) or any other like state association or the United States Soccer Federation Division.

## **Article 4 – Government of Alliance**

### **4.1 Government of Alliance.**

The Board shall be the governing body of the Alliance, and the members of the Board shall be elected as provided herein.

### **4.2 Affiliation with the Kentucky Youth Soccer Alliance (KYSA).**

The Alliance shall be directly affiliated with and comply with the authority of the KYSA and shall represent all its members and respective interests in and before KYSA.

### **3.3 Superseding the Authority of the KYSA Rules.**

The Alliance recognizes the superseding authority of the rules of KYSA.

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### **3.4 Territory of the Alliance.**

The territory of MCYSA shall be the County of Meade. Any prospective player living outside of the County of Meade will be considered by the Board; however, Meade County residents will be given priority in placement on a team pursuant to KYSA. MCYSA is affiliated with the subdivision of KYSA known as District 3.

### **3.5. Jurisdiction.**

The Alliance shall have jurisdiction over all members (adult and youth, voting and non-voting), administrators, parents, referees, coaches, assistant coaches, managers, players, and teams and all parents, and all other persons affiliated with such teams. Each member of the Alliance and each of the other persons or entities listed in the immediately foregoing sentence will adhere to the Articles, these Bylaws, and the Rules and Regulations of the Alliance and will comply with the authority of the Alliance.

### **3.6 Fiscal Year.**

The fiscal year of the Alliance shall be from July 1 through June 30. This aligns with the annual fall/spring soccer season.

### **3.7 Books and Records.**

The Alliance shall keep and complete books and records of account and shall keep minutes of all meetings of the Board at its principal office.

### **3.8 Resignation.**

Any member of the Board, any member of any other committee of the Alliance, or any officer or agent may resign by giving written notice to the President of the Alliance. The resignation shall take effect at the time specified therein, or immediately if no time is specified. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **3.9 Amendments to Bylaws.**

These Bylaws may be amended or repealed, or new Bylaws may be adopted, at any meeting of the Board of Directors by a two-thirds (2/3) vote of the Board of Directors, upon a quorum being established or at any meeting of the Alliance by a two-thirds (2/3) vote of the total Voting Members present, upon a quorum being established in accordance with paragraph 4.2 Annual Meeting. Whether these Bylaws are amended or repealed by the Board of Directors or at any meeting of the Alliance, all Voting Members will be given ten (10) days written notice of the proposed amendments via U.S. regular mail or email.

## **Article 4 – Meetings of the Alliance and the Board**

### **4.1 Place of Meetings**

A public meeting place shall be used for all regular meetings, and shall be designated by the President.

### **4.2 Annual Meeting.**

An annual meeting of the general membership may be conducted in the month of May, to correspond with a spring Alliance event if possible. This meeting shall be publicized as extensively as resources reasonably permit.

### **4.3 Board Meetings**

Regular meetings of the Board shall be held on the first Monday of each month. A quorum of a majority of the members of the Board is required for this meeting. If, and only if, the date or location of the meeting is changed, then notice must be given or waived as herein provided.

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Special meetings of the Board may be called from time to time when called by the President or any three (3) of the other Board members. An attempt to notify all Board members of the Special meeting shall be made. At least seventy-two (72) hours advance notice of special meetings shall be given, at which time the express purpose of the meeting shall be identified.

### **4.4 Emergency Actions**

Any three (3) members of the Board (which shall include the President, if the President is available) may take emergency action on matters demanding immediate attention when it is impractical or impossible to call a meeting and shall report their actions in writing to all Board members within three (3) days of taking such action.

### **4.5 Proxy**

There shall be no vote by proxy or email for any meeting of the Board or any committee of the Alliance. Proxies may be used for the execution of emergency actions in lieu of 4.4, if led by the President or Vice-President in his/her absence.

## **Article 5 – Board of Officers**

### **5.1 Board of Officers.**

The business and affairs of the Alliance shall be managed by its Board of Officers; each of whom will be entitled to one (1) vote. The Board shall transact and direct all business of the Alliance and shall have the power to enforce the Laws of the Games, the rules of KYSA, the United States Soccer Federation and its respective divisions, and the Articles of Incorporation, the Bylaws, and Rules and Regulations of the Alliance including, without limitation, all membership terminations, forfeitures, cancellations, expulsions, suspensions, or censures as provided in paragraph 3.3 hereof.

Members of the Board must be at least twenty-one (21) years of age.

### **5.2 Board of Officers and Their Respective Terms and Qualifications**

The Board Officers are listed below and shall be elected for a term of two (2) years. The terms of the officers shall be staggered as provided below, and the annual election shall occur in May of each year. Positions identified will be appointed and approved by the a 2/3 majority of the board, and not in a general election.

President (Odd years)  
Vice President (Even years)  
Treasurer (Even years)  
Secretary (Odd years)  
Registrar (Odd years)  
Scheduler (Even years)  
U4 Commissioner (Odd years)  
U6 Commissioner (Even years)  
U8 Commissioner (Odd years)  
U10 Commissioner (Even years)  
U12 Commissioner (Odd years)  
U14 Commissioner (Even years)  
Director of Referees (Appointed - annual)  
Director of Coaching (Appointed – Odd years)  
Director of Concessions (Appointed – Even years)

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Immediate Past President

### **5.3 Removal**

(a) Any member of the Board shall be required to resign following a majority vote of the Voting Members of the Alliance of “no confidence” at an annual meeting; or twenty percent (20%) of the Voting Members may petition for a vote of “no confidence” by the Board as to a Board Member; the petition must be submitted in writing to the Board, which in turn will review and vote to approve or reject the petition within fifteen (15) days of receipt of such petition; such vote must be passed by a two-thirds (2/3) majority of the Board. Approval of the petition will result in the removal.

(b) Any member of the Board who is absent from three (3) or more consecutive regular meetings or four (4) or more total regular meetings of the Board in any fiscal year may have his office declared vacant by a majority vote of the Board.

(c) Any position on the Board which is vacated because of resignation, removal, death, or other cause may be filled by a designee of the Board selected by a majority vote of the Board to serve until the term of office ends as provided herein.

### **5.4 Compensation.**

The members of the Board shall serve without salary for their services performed as Board members. The exception to this is the position of Director of Referees, whose compensation shall be determined by the board on an annual basis. Any Board member may be reimbursed for reasonable out-of-pocket expenses approved by the Board.

### **5.5 Written Reports.**

All Officers of the Alliance, except the Immediate Past President, shall report the functions of their office, in writing, at each annual meeting. If no annual meeting is held in a given year, these reports will be submitted and filed by the Secretary at the June Board Meeting.

### **5.6 Minutes.**

The Board and each committee of the Alliance shall keep regular minutes of their respective proceedings. The minutes shall be placed in the respective minute book of each such body, and the minutes shall be approved at the next meeting of such body.

### **5.7 Grievance Involving Members of the Board.**

A member of the Board may be a coach, administrator, or other official with, or otherwise be affiliated with, a soccer team or club registered with the Alliance. If any grievance or complaint involving such team or club is filed with the Alliance at any level, such Officer may not act on behalf of such team or club, nor be entitled to vote on, that grievance.

## **Article 7 – Officers and Agents: Powers and Duties**

### **7.1 Officers**

The officers of the Alliance shall be:

(a) President. The President of the Alliance is charged with the overall administration and executive functions of the Alliance and shall preside at all Annual Meetings and all meetings of the Board. Except the Standing Committees which shall be appointed as provided herein, he shall appoint all other committees that he shall deem necessary to carry out the business of the Alliance. He is an ex-officio

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voting member of all Standing Committees and all other committees. He shall cast the deciding vote in the event of a tie at any meeting at which he is presiding, or he may waive the right to do so. He shall submit an annual report in writing at the Annual Meeting, or to the Board at the June Board meeting, and said report shall become part of the minutes of such meeting. He is empowered to take prudent and reasonable action in cases not covered in the Articles of Incorporation, these Bylaws, and the Rules and Regulations of the Alliance, and such authority is implicit in the office. However, any such action shall be reported in writing to the Board within three (3) days of such action and attached to the minutes of the next meeting of the Board. The President will attend to the duties of the Alliance's affiliation with KYSA or will appoint his/her proxy for this duty. The President will also serve as one of three officers available to co-sign any money disbursements in the name of the Alliance.

(b) Vice President. The Vice President of the Alliance is responsible for all administrative responsibilities including maintenance of equipment, playing fields, and associated infrastructure; and enabling the execution of playing soccer (practice and games). The Vice President will temporarily assume the duties of the President during the absence or inability of the President to perform the function of that office; and in the case of the resignation of the President, until the term of that office expires. The Vice President will also serve as one of three officers available to co-sign any money disbursements in the name of the Alliance.

(c) Treasurer. The Treasurer shall be responsible for all monies collected by the Alliance, and shall keep a detailed account of income and expenditures. These records will be maintained for a period not less than five (5) years. The Treasurer will also serve as one of three officers available to co-sign any money disbursements in the name of the Alliance. The Treasurer will present a statement of monthly accounting at each regular meeting and to provide a full report in June to the Secretary for inclusion in the annual minutes. The Treasurer will also cause to occur a bi-annual examination of the accounts by an auditor or auditing committee led by a person who is not a Board member or affiliated with a Board member.

(d) Secretary. The secretary shall keep minutes of all Board and annual meetings, and collect those from committee meetings as appropriate, and maintain the minutes of such meetings and other Alliance records for a period of not less than five (5) years. The secretary shall coordinate all publicity efforts, including web and email based, and coordinate efforts to respond to queries from MCYSA members and other community organizations and agencies.

(e) Registrar. The Registrar shall coordinate and execute the registration of all Alliance players, Recreational and Select. The Registrar will maintain records of teams for a period of not less than three (3) years, and player registrations of not less than one (1) year. The Registrar will oversee the team formation procedures in accordance with KYSA Team Formation Rules. The Registrar will provide each coach with a team roster and evidence of birth of each player in accordance with KYSA Rule 5, Section 2.

(f) Scheduler. The Scheduler shall publish schedules for all Recreational teams, coordinating with neighboring associations and alliances as necessary. The Scheduler will work with Coaches, Commissioners, the Vice President and Referee Administrator to reschedule games as necessary.

(g) Age Group Commissioner. An Age Group Commissioner shall be a liaison between the coaches in their respective age division and the Alliance. Each Age Group Commissioner is responsible for the dissemination of information concerning coach's, parents and other meetings rescheduled games and

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other pertinent information to the coaches and their teams as deemed appropriate and necessary by the Alliance.

(h) Immediate Past President. The Immediate Past President shall be responsible for assisting the President with the duties assigned by the President.

(i) The Board will define, on an annual basis, all activities necessary for the successful completion of the next soccer year. It will then distribute these duties, on a consensus basis, among the members of the Board.

### **7.2 Directors**

Director positions within the Alliance may be established as needed to perform specific scopes of work. Directors are appointed by a 2/3 majority vote of the Board, with said Directors scope of responsibility being clearly defined at the time of vote.

(a) Director of Referees. The Director of Referees (DOR) shall attend all sessions of the Board and all meetings and the members. The DOR will be certified to be able to officiate any MCYSA recreational or select matches. The DOR will be responsible for the recruitment and development of licensed referees for MCYSA matches; generating the schedule for referees for the current season for all MCYSA functions where officiating is required; make themselves available to observe the next scheduled game of any referee on which a written complaint was received and report back to the Board; to report to the Treasurer the fees to be paid to referees for games officiated during the season; and to coordinate with the Vice President, Scheduler and Commissioner in the event games need to be cancelled due to weather or field conditions. The Director of Referees shall be a voting member of the Board.

(b) Director of Coaching. The Director of Coaching (DOC) shall attend all sessions of the Board and all meetings of the members. The DOC will be responsible for monitoring the MCYSA Competitive Programs of the clubs by (i) Developing written guidelines for the selection of players for traveling teams, to be approved by the Board; and (ii) Oversee tryouts and the formation of teams sponsored by the Club. The DOC will develop guidelines for the selection and evaluation of coaches, with said guidelines being subject to approval by the Board and recommend the assignment of any and all persons to a coaching or technical training position within the club, with all said positions being subject to approval by the BOD on an annual basis. The DOC is responsible for the development and growth of the MCYSA volunteer coaching staff. As such, the DOC will (i) develop a coaching education program; (ii) oversee seasonal coaches meetings; (iii) provide technical support to coaches; (iv) assist with tournament planning and the operations; and (v) perform other tasks assigned by the Board. This position will be managed by the president or his/her designee. The Director of Coaching shall be a voting member of the Board.

(c) Director of Concessions. The Director of Concessions (DOCS) shall attend all sessions of the Board and all meetings of the members. The DOCS (i) will be responsible to coordinate for volunteers for concessions stand during regular season games, tournaments and special events; (ii) purchase any food items, cleaning supplies, or equipment necessary to run the concession stand with the approval of the Board; (iii) will maintain and conduct an accurate inventory of all items in the concession stand; and (iv) report to the Board on all activities, sales and profit of the concession stand. The Director of Concessions shall be a voting member of the Board.

## **Article 8 – Committees**

Committees shall be established and their chairperson appointed by the President or Vice President subject to the ratification of the Board. The term of service for chairpersons and members of committees shall be determined by the President or Vice President.

## **Article 9 – Board Nominations and Elections**

### **9.1 Nomination Process**

A nominating committee shall be established consisting of 2 Board members not running for office and at least 2 MCYSA non-Board members at the March meeting. None of the Nominating Committee members should be involved in the election – they must be disinterested parties. The Nominating Committee shall develop a slate of candidates for election. The slate will be announced by the May Board meeting. Regardless of the size of the slate of candidates, nominees can be written in on the ballot.

### **9.2 Voting and Results Determination**

The election will be conducted using ballots. Write in votes on the election ballots are accepted. The election will be conducted either at the annual meeting, or by distributing ballots to teams and then collecting them back on a game day. Every adult member of the Alliance shall have one vote, regardless of the number of positions or teams the member holds or is involved with. A simple majority of votes, by office, determines the office winner. Ballots will be counted by the Nominating Committee. All of the participants in the ballot count must be disinterested parties. The results are published to the Alliance membership after review by the President.

### **9.3 Assumption of Office**

The newly elected Board members position and authority starts on the date of the June Board meeting. The incumbent Board members are expected to make every effort to provide a smooth transition in the best interest of the Alliance.

### **9.4 Nominee Restrictions**

Any member who has been removed from a position by a formal Board action is not eligible to run for an elected office for a period of three (3) years.

### **9.5 Filling a Board Vacancy**

Should a vacancy on the Board occur, the President shall appoint a person who is not an immediate family member of an existing board member, and the Board shall vote to approve the appointment, to fulfill the unexpired term of that position.

## **Article 10 – Miscellaneous**

### **9.1 Administrative Remedies.**

In no event shall any person or persons or organizations under the jurisdiction of the Alliance resort to any court, including any county, state, or federal court, until all appeal procedures and all other administrative remedies available within the Alliance have been exhausted. For violations of this rule, the offending party shall be subject to the sanctions of suspension and fines as set forth by KYSA, and shall be liable for all expenses incurred by the Alliance and its Directors, officers, and members in defending each court action, including, but not limited to, court costs, attorneys' fees, and reasonable compensation for time spent by the Alliance's officers and members in responding to and defending against allegations in the actions, including responses to discovery and court appearances, travel expenses, and the expenses for holding special meetings necessitated by the court action.



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### 9.2 Conflicts of Interest.

#### (a) Soccer Conflicts of Interest.

Any member of the Board, a Standing Committee, or any other committee of the Alliance shall abstain from discussion of and voting upon any subject matter being considered by the respective body if such would constitute a conflict of interest, directly or indirectly, with any individual, player, coach, manager, official, referee, parent, or team, including, without limitation, those conflicts of interest related to hearing protests or appeals related to the member's team, club players or coach, or parents or managers involved with the member's team or club.

#### (b) Other Conflicts of Interest.

It is the policy of the Alliance that no member of the Board, a Standing Committee, or any other committee or any officer or any employee of the Alliance shall have any Alliance with or interest in any business enterprise which would conflict with the proper performance of his duties or responsibilities as such or which might tend to affect his independence or judgment with respect to transactions between the Alliance and any such business enterprise.

It is also the policy of the Alliance that no member of the Board or any committee or any officer or employee of the Alliance shall have, directly or indirectly, any material personal business or financial interest with, or in any business enterprise with which, the Alliance does business, including, without limitation, the member, or any person in the immediate family of the member, holding a position with a supplier of goods and/or services to the Alliance, unless the material facts of the relationship or the interest in the business are disclosed to the Board and the Board in good faith authorizes the contract, transaction, or relationship by the affirmative vote of a majority of the disinterested Directors. If a member of the Board, rather than a member of a committee, is the person making the disclosure, the interested Director may be counted in determining the presence of a quorum at a meeting of the Board, whereat the disinterested Directors consider whether to authorize the contract transaction, or relationship.