

**Anne Arundel Youth Soccer Association, Inc.**

**Amended and Restated By-Laws**

**Preamble**

**NAME:** The name of the organization is the Anne Arundel Youth Soccer Association, Inc., (hereafter the "Association").

**PURPOSE:** The main purpose of the Association is:

*To provide the youth of Anne Arundel County the opportunity to participate in an organized soccer program and to foster through its activities the development of:*

1. Character;
2. Good citizenship and sense of fair play. In more specific terms, the Association seeks:
3. To provide a program to youngsters who would not otherwise have an opportunity to learn, develop, improve, and master the basic skills and fundamentals of soccer;
4. To maintain the highest ideals and standards of conduct, in and out of the field of play, among all its members;
5. To work in close cooperation with Anne Arundel County Recreation and Parks Department to implement the best overall soccer program attainable in the County.

**ARTICLE I**

**MEMBERSHIP**

**A.** Membership in the Association shall be limited to:

1. Group Membership.
2. Past Association Presidents.

**B.** Definition of membership and rights:

Group membership will be granted to any responsible group representing an organization or a community provided it meets the following requirements:

- a. It is located in Anne Arundel County;
- b. Is an accredited organization under Anne Arundel County Recreation and Parks Regulations;
- c. Files an application to join the Association;
- d. Plans to enter at least one team in the Association's programs;
- e. Pays its dues;
- f. Pays the required registration fees for its teams;
- g. Lists the Association as an additional insured on a liability policy;
- h. Other affiliated organizations with the permission of the Association.

Group membership grants the following rights:

- a. To appoint a Commissioner to represent the group AAYSA.
- b. To appoint an alternate Commissioner who will have the right to vote in the absence of the Commissioner.
- c. Group members must attend at least three-fourths of all scheduled meetings or will be dropped from the Association.

Past Association Presidents will become life members of the Association with the same rights and privileges as regular members. They are members of the Executive Committee.

#### C. Meetings.

Regular meetings for all members will be held twice a year, once in May and once in December, the date and time to be determined by the Officers. Notice of the meetings will be sent to each member at least two weeks prior to the meetings.

## ARTICLE II

### **THE EXECUTIVE BOARD**

The management of the Association will be vested in a ruling body called:

The Executive Board which will consist of:

1. The elected officers of the Association;
2. Association past presidents.

The Executive Board will be responsible for the management of the Association within the limits specified by these By-Laws. More specifically, the Executive Board is responsible for:

1. Creating operating committees as deemed necessary for the purpose of carrying out the management function of the Association and delegating to such committees the required authority to discharge their assigned duties.
2. Submitting an annual report which will consist of at least two parts;
  - a. An account and records of the Association's activities during the past year.
  - b. An operation plan of the forthcoming year, which will include a proposed budget, prepared and presented by the Treasurer.

Such reports will be presented for approval at the December meeting.

3. Reviewing all grievances pertaining to the By-Laws, rules and regulations, and deciding as to their disposition.
4. Authorizing the purchase of goods or services and the expenditure of funds required for the operation of the Association.
5. Authorizing payment of all legitimate debts contracted by the Association.

General Membership shall be responsible for:

1. Drafting and approving the Association's Regulations to provide the legal framework for the day-to-day operation of the Association.
2. Drafting and Approving the Rules of Play under which games will be played in the various age groups.

## **APPEALS:**

Any decision or action by the Executive Board can be appealed to a general membership meeting upon presentation to the Board of a written petition signed by no less than fifty percent (50%) of the Association. A two-thirds majority of those voting is required to overturn a decision of action by the Board.

## **ARTICLE III**

### **OFFICERS AND DIRECTORS:**

A. The Officers of the Association will be:

1. The President.
2. The Vice-President.
3. The Secretary.
4. The Treasurer.
5. Five (5) Board Members at large.

B. The above officers, along with all Past Presidents, shall also be known as the Executive Committee.

C. Authority, duties and responsibilities of the Executive Committee are:

1. The President is the top executive officer of the Association. In this capacity, the President has authority over the Association, the Executive Board, and the Standing Committees, and will preside at all meetings of the general membership and Executive Board. The President will be an ex-officio member of all standing committees. He or she will be authorized to sign checks for the payment of approved, legitimate Association expenses. The President will vote only to break ties.

2. The Vice-President will perform such duties as may be assigned by the President. The Vice-President will act on behalf of the President in all meetings and functions not attended by the President. In the event of permanent vacancy in the presidency, the Vice-President will become the Association's President with full authority and responsibility for the unexpired balance of the term of office. He or she will be authorized to sign checks for the payment of approved legitimate Association expenses.

3. The Secretary will keep records of all meetings of the Association and the Executive Board and will prepare minutes of all such proceedings. The Secretary will also keep a record of all votes, Association correspondence and report at all meetings, significant activities and events. The Secretary will have official custody of all books, records, papers and documents

of the Association except: Those dealing with financial matters which will be in the hand of the Treasurer. However, copies of those records will be included in the Secretary's records.

4. The Secretary will keep membership lists of Association members.

5. The Treasurer will keep accounts of all monies received or disbursed by the Association and will deposit all monies and valuables in the name of and the credit of the Association in such banks and/or depositories as the Executive Board shall designate. The Treasurer will submit a statement in writing of the conditions of the finances of the Association at all general membership meetings and at the Executive Board regular meetings. The Treasurer is authorized to sign checks for the payment of approved, legitimate Association expenses. All Association checks must be signed by two (2) authorized officers of the Association.

6. Board members at large duties as assigned by the President and Executive Committee.

#### **ARTICLE IV**

##### **DIRECTOR MEETINGS**

A. An annual meeting of the Board Members shall be held at such time and place as the Board may determine. Special meetings may be held whenever the Board deems necessary, and may occur by means of conference telephone or other similar device in which all persons participating in the meeting can hear each other at the same time. Written or printed notice, stating the time, date and place of each meeting shall be delivered to each Board Member at least seven (7) days prior to the day of the meeting. Such notice shall specify the business to be transacted at or the purpose of each regular or special meeting of the Board Members.

#### **ARTICLE V**

##### **TERMS OF OFFICE**

A. The term of all officers of the Association will be two (2) years. The President and Secretary will be elected in the same year, alternating with the Vice-President and Treasurer. Board members will also alternate with three (3) serving concurrently and the other two (2) serving the alternate term.

B. No officer may be elected to serve more than two (2) consecutive terms in the same office.

C. An officer may be removed from office by his/her resignation or by a vote of two-thirds of the group members. If a Past President is removed from office involuntarily, he/she shall not serve on the Executive Committee.

## **ARTICLE VI**

### **ELECTION OF OFFICERS**

Nominations and election of Officers will follow the procedures outlined below:

1. Nominees for all offices must be members in good standing of the Association. Nominees for President and Treasurer will be restricted to persons who have been members for at least one (1) full year immediately prior to the election date.
2. Elections will take place at the December general meeting or as soon thereafter as possible. Voting will take place by secret ballot. However, in the event there is but one (1) candidate for any office, election to that office may be by acclamation. The newly elected officers will be installed and will take office at the January meeting. They will hold office until their successors are elected.
3. Electing a new officer in the event of a vacancy among the elected officers of the Association. A majority vote of those attending with a right to vote shall suffice for the election of an officer to fill a vacancy.

## **ARTICLE VII**

### **AMENDMENTS**

These By-Laws may be amended at any general membership meeting. Any member may propose an amendment, provided it is submitted in writing no less than one (1) month prior to the general membership meeting in which it is to be voted upon. An affirmative vote of two-thirds of the members present and voting will be needed for adoption. Amendments which may affect the conduct of games cannot become effective during the playing season to insure uniformity of play and fairness during the entire season.

## **ARTICLE VIII**

### **QUORUM**

- A. A quorum for any general meeting will require at least fifty percent (50%) of the membership, five (5) of which must be members of the Executive Board.
- B. In the event both the President and Vice-President are absent, the Secretary and Treasurer, in that order, will preside.

## **ARTICLE IX**

### **ORDER OF BUSINESS**

The suggested order of business at general meetings will be:

1. Call to Order.
2. Reading of previous meeting minutes.
3. Treasurer's report.
4. Committee/Representative reports.
5. Announcements.
6. Old Business.
7. New Business.
8. Adjournment.

## **ARTICLE X**

Anne Arundel Youth Soccer Association, Inc. Regulations and Rules of Play, as adopted and modified by the Executive Board, are incorporated by referenced in these By-Laws.

## **ARTICLE XI**

### **COMPLIANCE WITH THE INTERNAL REVENUE CODE**

- A. No part of the organization's assets or net earnings may inure to the benefit of any individual. This does not preclude the payment of reasonable amounts for goods or services provided to the organization.
- B. Upon dissolution, the assets of the organization shall be distributed to another non-profit organization that is exempt under section 501(c)(3) of the Internal Revenue Code.
- C. The organization shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, except to the extent permitted by section 501(h) of the Internal Revenue Code, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

D. It is intended that the organization shall be entitled to exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation as described in section 501(a) of the Code.

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Andrew W. Hait, President

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Date

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John F. Havermann, II, Vice-President

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Date

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Robert J. Engel, Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Alan Lang, Treasurer

\_\_\_\_\_  
Date