

# Davidson County Youth Soccer Association Bylaws

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## ARTICLE 1. Name

- A. This organization shall be known as Davidson County Youth Soccer Association (doing business as Davidson County Youth Soccer League), hereinafter referred to as "DCYSL".

## ARTICLE 2. Purpose

- A. DCYSL purpose is to instill good sportsmanship, self and community pride and provide players with the opportunity to play and learn the sport of organized soccer through education and development. DCYSL will encourage equal participation in accordance with a philosophy emphasizing the recreational aspects of the game.

## ARTICLE 3. Affiliations

- A. The DCYSL shall maintain current affiliation with the North Carolina Youth Soccer Association (NCYSA) and any other association determined appropriate by the Board of Directors.

## ARTICLE 4. Offices

- A. The principal office of DCYSL (the "Corporation") shall be located in the County of Davidson, State of North Carolina. The address of the principal office and the designation of the resident agent may be changed from time to time as authorized by the Board of Directors.

## ARTICLE 5. Seasonal Playing Year and Fiscal Year

- A. The seasonal year of DCYSL shall begin on the first day of August in each year and end on the last day of July in the following year. The Board of Directors shall determine the fiscal year.

## ARTICLE 6. Membership

- A. DCYSA members will be parents and/or guardians of all players registered directly with the DCYSA or via conduit registration with the DCYSA, will be considered members and votes will be allotted per Article 7
- B. The DCYSL will not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin.
- C. Membership shall be by annual registration.
- D. All members shall abide by the Constitution and Bylaws of this Association, the Code of Conduct and all applicable rules and regulations of the League and Association with which this Association is affiliated.
- E. A member shall be deemed to have his or her membership terminated if he or she;
  - a. Withdraws from DCYSL.
  - b. By personal or business conduct, violates any part of the By-Laws or rules and regulations of the DCYSL or NCYSA may be expelled from membership by a two-third majority vote of the Executive Board of Directors.

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- c. Take part in any conduct which does, or may, in the opinion of the Executive Board, bring the game into disrepute. Action requires two-third majority vote of the Executive Board.
- d. Is convicted of any felony.
- e. Is convicted of any misdemeanor involving act of violence and crimes against children.

## ARTICLE 7. Voting Rights

- A. Members who are in good standing with DCYSL shall have the right to vote at the Annual General Meeting and any special meeting of the membership of the DCYSL. A family unit of one player shall be allowed one vote, two players shall have two votes, and so on for each ballot issue and nominated position. Votes may be submitted in person or on an official ballot form prior to the meeting if available.

## ARTICLE 8. Dissolution

- A. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

Upon dissolution, after all liabilities are paid the remaining balance will be split equally between all full member active booster clubs and distributed to the clubs provided they have a 501(c)(3) designation at the time of the dissolution. If any full member active booster club does not have 501(c)(3) designation at the time of dissolution their portion will be donated to the charity of their choosing provided the charity provides documentation that they have a current 501(c)(3) designation at time of distribution. At the time of this filing full member active booster clubs are Churchland, Welcome, Reeds, and Midway Booster clubs. Future clubs may be added per the bylaws of the DCYSL.

## ARTICLE 9. Meetings

- A. All meetings of members shall be held at the principal office of the Corporation or at such other place, either within or without the State of North Carolina, as shall be designated by the Board of Directors or, upon the failure of the Board to make such designation, by the President and set forth in the notice of the meeting.
- B. Regular Meetings, the Board of Directors may provide, by resolution, the time and place, either within or without the State of North Carolina for the holding of

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regular meetings. Unless otherwise provided by the Board of Directors, the Board shall meet at least as often as once each fiscal quarter, on the dates and at the time established as customary by the Board of Directors.

- C. Special Meetings, special meetings of the Board of Directors may be called by or at the request of the President or any three (3) directors. Such meetings may be held either within or without the State of North Carolina as fixed by the person or persons calling any such meeting.
- D. The annual meeting of members shall be held at the designated location within one hundred and twenty (120) days of the close of each fiscal year and at a date and an hour fixed by the Board of Directors for the purpose of the election of "at large directors" by the members of the Corporation and for the transaction properly brought before the meeting.

The Agenda for the AGM shall be published and present. The AGM shall be governed by Robert's Rule of Order.

Business at the Annual General Meeting will be the election of representatives to the Board of Directors. Executive Board Members will take office August 1st.

- E. If the annual meeting shall not be held during the period established in article 9:B, a substitute annual meeting may be called in accordance with the provisions of article 10:D or as provided by the Act. A meeting so called shall be designated and treated for all purposes as the annual meeting.
- F. The Board of Directors may call a special meeting of the membership at any such time, as the Board of Directors may call a special meeting of the membership at any such time, as the Board of Directors deems necessary. Written notice of the meeting.
- G. Notice of meetings: The DCYSA shall give notice to all members entitled to vote at the meeting of the place, date, and time of each annual, regular, and special meeting of members no fewer than 10, or, if notice is mailed by other than first class, registered or certified mail, no fewer than 30, nor more than 60 days before the meeting date. This includes AGM and also any special meetings called per 9:F.

### ARTICLE 10. Quorum

- A. At all meetings of the Board of Directors, the presence of at least 20.0%(updated at the 2017 AGM) members of the Executive Board shall be necessary and sufficient to constitute a quorum for the transaction of business.
- B. A quorum of ten percent (10%) of the members shall be required to conduct official association business at the annual general meeting.
- C. Once a member is represented for any purpose at a meeting, he or she is deemed present for the remainder of the meeting and any adjournment thereof unless a new record is or, under the Act, must set for the adjourned meeting.
- D. A majority of the directors present at the time and place of any regular or special meeting, although less than a quorum, may adjourn the same from time to time without notice until a quorum shall be present but in no event longer than forty-eight (48) hours.

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## ARTICLE 11. Proxies

- A. **Board Meetings:** An Officer may appoint one agent authorized by a proxy in a form permissible under the Act and executed by the member or by the member's duly authorized attorney-in-fact to vote for him or her at a meeting of members. An appointment of proxy is effective when received by the Secretary of the Corporation or other officer authorized to tabulate votes. An appointment of proxy is not valid after the expiration of eleven (11) months from the date it is deemed effective unless the person executing it expressly specifies therein the length of time of which it is to continue in force or limits its use to a particular meeting. An appointment of proxy is revocable by the member unless the appointment form conspicuously states that it is irrevocable and the appointment form is "coupled with an interest" as provided in the Act. No member may carry more than (1) one proxy at any single meeting.
- B. **Annual General Meeting:** No Vote by proxy will be permitted at the Annual General Meeting. All members wishing to vote on officers must be present.

## ARTICLE 12. Presiding Officer

- A. The President shall preside at the members' meeting. In the President's absence, the provisions of Vice President, the Treasurer and the Secretary (in such order), shall control. If there are no persons holding such offices or if the Board of Directors shall determine to alter such succession order, the person selected to preside by a majority of the directors present or participating in a meeting at which such designation is necessary.
- B. The Secretary or, in the absence of the Secretary, any person designated by the President shall act as secretary of such meetings.

## ARTICLE 13. Governing Authority

- A. The Executive Board shall be made up of elected officers of the Association and are as follows:
  - a. President
  - b. Vice President
  - c. Secretary
  - d. Treasurer
- B. The Executive Board shall be made up of elected officers and the election of officers shall take place annually during the annual general meeting (see Article 9:B). A simple majority of eligible "voting members" present at the annual meeting will determine the result of the elections for positions on the Executive Board.
- C. Any member of the Board of Directors who is absent without an excusable cause from three (3) consecutive meetings within a calendar year, shall thereby forfeit his or her right to hold office as a director for the unexpired term. Removal may be accomplished by a two-thirds (2/3) majority vote of an established quorum of the membership after a meeting is held with all parties concerned. Notification of removal may be done in writing.

## ARTICLE 14. Positions/Officers

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The Association's other officers may also consist of and may include one or more Vice Presidents, one or more Assistant Treasurers, and one or more Assistant Secretaries, and such other titled officers as may be deemed necessary or advisable by the President, each of which officers or assistant officers thereto shall have such powers as may be delegated to them by the President. Any two or more offices may be held by the same person but no officer may act in more than one capacity where action of two or more officers is required.

## A. Executive Board Officers

1. **President** (voting member only in the event of a tie) - The President will be the chief executive officer of the Association and will have general and active management of the activities of the Association. The President will see that all orders and resolutions of the Board of Directors are carried into effect. The President will execute all authorized conveyances, contracts or other obligations in the name of the Association except where required by law to be otherwise signed and executed and except where the signing and execution is expressly delegated by the Directors to some other person. The President will preside at meetings of the Board of Directors; will submit an annual report on the operations of the Association at the Annual Meeting; will enforce the Association's Bylaws, Rules and Guidelines; will be an ex-officio member of all committees and shall be notified of all committee meetings; and shall be responsible, along with the Secretary, for the adding of documents to, the safe keeping of and the storage of the Association's archive materials.
2. **Vice President** (voting member) - The Vice President will, in the absence or disability of the President, perform the duties and exercise the powers of the President. The Vice President will serve as the Association's delegate to the NCYSA; and will perform any other duties prescribed by the Board of Directors or the President.
3. **Treasurer** (voting member) - The Treasurer will oversee the financial activities of the Association. The Treasurer will perform all duties incident to the office of Treasurer and other administrative duties as may be prescribed by the Board of Directors. All books, papers, vouchers, money and other property of whatever kind belonging to the Association which are in the Treasurer's possession or under his or her control will be returned to the Association at the time of his or her death, resignation or removal from office.
4. **Secretary** (voting member) - The Secretary will attend all meetings of the Board of Directors and record the minutes of all proceedings to be kept for that purpose. The Secretary will give or cause to be given notice of all meetings of the Board of Directors for which notice may be required; will serve as the credentials officer for Association meetings; will be responsible for the recording of revisions to and publishing of the Association's Bylaws, Rules and Guidelines; and will perform any other duties prescribed by the Board of Directors. The Secretary will also be

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responsible for ensuring that all appropriate records for the NCYSA are in order.

## B. Other Officers

1. **The Fields Coordinator** (non-voting member)— The Field Coordinator will insure that the DCYSL fields are in compliance with the NCYSA regulations.
2. **The Head Registrar** (non-voting member)— The Registrar will register players and coaches with NCYSA. Maintain a roster of insured palyers and coaches. Be knowlegable of all registration events. Supply information to other Coordinators as requested regarding teams and coaches.
3. **The Certified Referee Assignor** (non-voting member) — The Regeree Assignor will assign referees for all games for DCYSL. Disseminate all pertinetrn information to the referees to aid them in their resonsibilities.
4. **The Discipline and Appeals Coordinator** (non-voting member)— The Discipline and Apeals Coordinator will have jurisdiction over matters evolving out of the day-to-day operation of the DCYSL program deemed by the DCYSL President not to warrant consideration of the full DCYSL Excecutive Board of Directors. Decsioins and other actions by the D&A Coordinator will be appealed to the full DCYSL Executive Board of Directors.
5. **Community Liaisons** (voting members)— The Community Liaisons will be the voice of the community in which they are a member of the community boosters club. Each community will have two liaisions. They are responsible for attending monthly community booster club meetings, and team meetings thus reporting information to and from the DCYSL meetings. One representative must represent the teams for each community and one representative must represent the parents.
6. **The Risk Management Coordinator** (non-voting member)— The Risk Management Coordinator is in direct contact with the NCYSA Risk Management Administrators. Each liaison is issued an ID and PW to access the risk management database. Association presidents are also issued an ID and PW to the database and can assume the same responsibilities as the liaison if need be. The liaison and president only have access to their own association's data.

## ARTICLE 15. Nomination and Election of Executive Board and Officers.

- A. Nominations of persons for election as at large directors to the Board of Directors of the Corporation at a meeting of the members held to elect at large directors may be made by or at the direction of the Board of Directors or may be made at such members' meeting by any member of the Corporation entitled to vote for the election of at large directors at such meeting who complies with the notice procedures set forth in this Article 15. Such nominations, other than those made by or at the direction of the Board, shall be made pursuant to timely notice in writing to the Secretary of the Corporation. To be timely, a member's notice must be received at the principal office of the Corporation not less than ninety (90)

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days nor more than One Hundred Twenty (120) days prior to the members' meeting; provided, however, that in the event that such applicable members' meeting is not an annual meeting of members, notice by the member to be timely must be so received no later than the close of business on the tenth (10<sup>th</sup>) day following the day on which such notice of the date of the members' meeting was mailed or public disclosure of such meeting was made, whichever first occurs. Such member' notice to the Secretary shall set forth (a) as to each person whom the member proposes to nominate for election as an at large director, (i) the name, age, business address and residence address of the person, (ii) the principal occupation or employment of the person, and (iii) a detailed discussion of the person's involvement in youth soccer activities. The Corporation may require any proposed nominee to furnish such other information as may reasonably be required by the Corporation to determine the eligibility of such proposed nominee to serve as an at large director of the Corporation. No person shall be eligible for election as an at large director of the Corporation at a members' meeting unless nominated in accordance with the procedures set forth herein. The President shall, if the facts warrant, determine and declare to the members' meeting that a nomination was not made in accordance with the foregoing procedure and, accordingly, shall be disregarded. The at large director of each class shall be elected at the applicable annual meeting of the members, and those persons who receive a plurality of the votes cast by the members entitled to vote in the election of directors at such meeting shall be deemed to have been elected.

## ARTICLE 16. Committees

- A. A majority of the Board of Directors may, at their discretion, charter committees to handle projects, or tasks as necessary. When a committee is proposed, the purpose, scope, chair, membership and length of time the committee will exist must be outlined in the charter before it is voted upon. Committees may be dissolved by the affirmative vote of sixty-six percent (66%) of the Board of Directors or when their work is complete in accordance to their charter.

## ARTICLE 17. Rules of Conduct for Members

- A. Members will conduct themselves in a courteous manner before, during and after games. Coaches will make a reasonable effort to control unruly crowds or spectators. No member will in any way attempt to recruit any child to play for his/her DCYSL team from another DCYSL team for the current or a future season. A coach may attempt to persuade non-members to join and play with DCYSL in the spirit of promoting youth soccer and DCYSL. Any violation of this standing rule will automatically suspend said coach from the full season for which the team is being created. Everyone will abide by the ZERO TOLERANCE POLICY set forth by DCYSL.