



FLORIDA YOUTH SOCCER ASSOCIATION, INC.

BYLAWS

ARTICLE I - NAME

- Section 1** The name of this association is the Florida Youth Soccer Association, Inc., (hereafter referred to as FYSA), incorporated under the laws of the State of Florida, and a 501(c)(3) non-profit organization under the United States Internal Revenue Code.

ARTICLE II - OBJECTIVE

- Section 1** The purpose of FYSA is to develop and to implement a statewide youth soccer program, education, and training, as well as to provide oversight, administration, and assistance to its soccer Affiliates.

ARTICLE III - ADMINISTRATION

Section 1 Governing Documents

- (A) The governing documents of FYSA are its Articles of Incorporation, Bylaws, and Rules.

Section 2 Authority

- (A) FYSA shall have the authority to establish necessary fees in order to properly finance its programs and conduct business. Fees shall be established by the BOD but may not be implemented without the approval of the membership at the AGM. Fines may be established by the BOD as deemed necessary.

Section 3 Official Office

- (A) The FYSA official office shall be located within Florida where the official records shall be maintained.

Section 4 Fiscal/Seasonal Year

- (A) The fiscal and seasonal years are concurrent—September 1 through August 31.

Section 5 Time Periods

- (A) Time periods covered in the FYSA Bylaws and Rules are in calendar days unless explicitly designated as business days.

Section 6 Colors

- (A) The colors of FYSA shall be red, white, and blue, and will be used in all official emblems or other insignia used to promote or identify FYSA.

Section 7 Ownership of data

- (A) Player, coach, and volunteer data are the property of FYSA. The sole purpose of this information is to assist FYSA in accomplishing its goals and objectives leading to the advancement of youth soccer and is not for personal gain.

Section 8 National Affiliation

- (A) FYSA is an affiliate of the United States Soccer Federation (USSF) and United States Youth Soccer (USYS), based on the shared goal of promoting youth soccer in the United States.

- (B) FYSA and its members will comply with the USSF and USYS bylaws, rules, decisions, and policies, which supersede the governing documents and decisions of FYSA.
- (C) FYSA shall register all players, coaches, teams, and administrators with USSF and USYS yearly and pay all dues and fees to USSF in a timely manner.

Section 9 Rules of Play

- (A) The rules of play shall be the Federation Internationale de Football Association (FIFA) "Laws of the Game," except as specifically modified in the FYSA Rules.
- (B) FYSA shall comply with all rules mandated by USSF and USYS.
- (C) Any rules recommended by USSF and USYS shall apply only when adopted by FYSA.
- (D) Any changes in rules of play take effect in the next seasonal year.

ARTICLE IV - MEMBERSHIP

Section 1 Membership

- (A) FYSA shall offer membership to clubs, leagues, and organizations responsible for the administration of programs and services for the advancement of youth soccer.
- (B) Membership in FYSA and its Affiliate members shall be open to soccer players, coaches, trainers, managers, administrators, and officials not subject to suspension.

Section 2 Non-Discrimination

- (A) FYSA will not discriminate based on race, color, religion, age, sex, or national origin in granting membership.

Section 3 Agreement to Comply

- (A) Any acceptance of membership in FYSA is an agreement to comply with all FYSA bylaws, rules and policies that may now be in effect or may be instituted in the future.

Section 4 Membership Categories

- (A) FYSA shall have the following membership categories:
 - (1) **Affiliate:** To qualify for Affiliate membership, an organization must be a soccer club or association that registers players and coaches, coordinates competition between teams, and is domiciled and operating within the State of Florida.
 - (2) **Associate:** To qualify for Associate membership, an organization's purpose is to advance a particular aspect of soccer, to develop or implement programs, or both; but is not responsible for recruiting, training, fielding, and registering of players and coaches.
 - i) **League Associate:** An organization whose sole purpose is to facilitate inter-affiliate competitions and may not conduct invitational tournaments outside the scope of their affiliation approval.
 - ii) **Tournament Associate:** An organization whose sole purpose is to be a tournament hosting organization.
 - (3) **Individual Member:** To qualify as an individual member of FYSA, an individual must be:
 - i) An elected FYSA officer or member of the FYSA board of directors,
 - ii) A member of the FYSA Hall of Fame,
 - iii) A Past President of FYSA,

- iv) An individual who occupies an unpaid administrative position within FYSA, or
- v) A committee member of FYSA.

Section 5 Registration Requirements

- (A) Affiliate and Associate membership requirements shall be enumerated within the FYSA Rules.

Section 6 Transferring Membership Prohibited

- (A) Membership in FYSA is not transferable but does terminate if FYSA dissolves, an Affiliate or Associate member organization dissolves, or an individual member is removed, resigns, or dies.

ARTICLE V - ADMINISTRATIVE OFFICERS

Section 1 Administrative Officers

- (A) The Administrative Officers of FYSA are the President, Vice President of Player/Coaching Development, Secretary, and Treasurer. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by FYSA.

Section 2 Duties

- (A) The **President** (Chief Operating Officer) shall:
 - (1) Conduct all meetings of the Board of Directors (BOD).
 - (2) Serve as an ex-officio member of all committees, except for the Review and Discipline Committee and the Protests and Appeals Committee.
 - (3) Provide opening remarks and preside at the Annual General Meeting (AGM).
 - (4) Serve as liaison between FYSA and all other soccer organizations.
 - (5) Represent FYSA at national meetings or, if necessary, appoint a designee from the BOD.
- (B) The **Vice President of Player/Coaching Development** shall:
 - (1) Have programmatic authority for the operation and management of all programs and services related to the development of players and coaches.
 - (2) Provide oversight of the Olympic Development Program and Coaching Education.
 - (3) Serve as Chairperson of the Recreational Committee.
 - (4) Recommend to the President the Chairperson of the TOPSoccer Committee.
- (C) The **Secretary** shall:
 - (1) Record minutes of AGM and BOD meetings and report on all official actions of FYSA to be maintained at the FYSA official office.
 - (2) Serve as Chairperson of the Credentials Committee and the Personnel Committee.
 - (3) Receive, send, and report correspondence pertaining to the business of FYSA and as directed by the Board of Directors.
- (D) The **Treasurer** shall:
 - (1) Oversee the maintenance of all records and receipts on all funds received, obligated, expended, or held in trust or savings deposit.
 - (2) Report on the financial status of FYSA to the Board of Directors and at the AGM.
 - (3) Serve as Chairperson of the Finance Committee.

- (4) Compile an annual proposed budget, in conjunction with the Budget Committee, for presentation at the Annual General Meeting.
- (5) Submit financial procedures and recommend policies in accordance with the Bylaws and Rules of FYSA.

Section 3 Term of Office

- (A) The term of office for Administrative Officers shall be two (2) years and until their successors are elected.

Section 4 Elections

- (A) The President and Treasurer shall be elected at the Annual General Meeting (AGM) in even- numbered years.
- (B) The Vice President of Player/Coaching Development and Secretary shall be elected at the AGM in odd-numbered years.

Section 5 Term Limitation

- (A) The Administrative Officers may not serve more than four (4) consecutive terms in the same office.

Section 6 Authority

- (A) Any two Administrative Officers:
 - (1) Must sign any bank drafts of FYSA.
 - (2) Are required to sign any binding contract, agreement, partnership, or sponsorship upon FYSA, with the exception of those listed in Rule 3012.2 and the FYSA Financial Policy.

Section 7 Vacancy in Office

- (A) Should the office of President, Vice President of Player/Coach Development, Secretary, or Treasurer be vacated, the FYSA Board of Directors shall appoint a replacement within thirty (30) days of the vacancy. The appointee shall serve until the next AGM when an election will take place for the remainder/new term.

Section 8 FYSA State-Sponsored Tournaments

- (A) All officers should attend FYSA State-sponsored tournaments.

ARTICLE VI - ADDITIONAL OFFICERS

Section 1 Additional Officers

- (A) There shall be the following additional officers of FYSA: Registrar; Vice President of Administration and Communication; Vice President of Competition, four (4) Region Vice Presidents; and two (2) Regional Commissioners from each Region. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by FYSA.

Section 2 Duties

- (A) The **Registrar** shall:
 - (1) Implement all programs and services related to the registration, transfer, and tracking of all players and Affiliate members.
 - (2) Oversee technical assistance related to inquiries regarding all aspects of registration.
 - (3) Work with the Secretary and Credentials Committee in determining votes available to Affiliates at the AGM.

- (4) Serve as Chairperson of the Registration Committee.
- (B) The **Vice President of Administration and Communication** shall:
 - (1) Have programmatic authority for the operation and management of the FYSA website.
 - (2) Have programmatic authority for the operation and management of all FYSA publications and social media outlets.
 - (3) Serve as Chairperson of the Rules and Revisions Committee.
- (C) The **Vice President of Competition** shall:
 - (1) Provide overall supervision of all programs and services for the development and implementation of policy and procedures for competitive soccer.
 - (2) Serve as Chairperson of the Competition Committee.
 - (3) Provide technical assistance to ensure uniform application and implementation of FYSA Rules applicable to competitive programs.
- (D) The **Regional Vice Presidents (RVP)** shall:
 - (1) Provide oversight and supervision within the geographic area and be primarily responsible for FYSA-sponsored regional cups or tournaments.
 - (2) Permanently reside within the Region that they represent.
 - (3) Instruct, train, and oversee Regional Commissioners to ensure their understanding of all FYSA Rules.
 - (4) Serve as Chairperson of the Regional Committee, which shall meet as necessary. (Electronic communication shall be an acceptable meeting format.)
 - (5) Schedule and moderate their Regional AGM.
 - (6) Appoint Regional Representatives as needed who shall:
 - i) Serve as a voting member of the Regional Committee.
 - ii) Permanently resides within their Region.
 - iii) Serve at the pleasure of the RVP.
- (E) The **Regional Commissioners (RC)** shall:
 - (1) Provide Affiliate representation to the FYSA BOD and to the Regional Committee.
 - (2) Permanently reside within the Region (i.e., North/South or East/West) that they represent.
 - (3) Be willing to assist Affiliates within their Region.
 - (4) Attend Regional Committee meetings.
 - (5) Attend the Regional AGM.

Section 3 Term of Office

- (A) The term of office for the Registrar, Vice President of Administration and Communication, Vice President of Competition, Regional Vice Presidents, and Regional Commissioners shall be two
- (B) (2) years and until their successors are elected.

Section 4 Elections

- (A) The Registrar and the Vice President of Competition shall be elected at the AGM in the odd- numbered years.
- (B) The Vice President of Administration shall be elected at the AGM in the even-numbered years.

- (C) The Regional Vice Presidents shall be elected at the Regional level at the AGM, so that RVPs serving Regions A and C are elected in the odd-numbered years, and RVPs serving Regions B and D are elected in the even-numbered years.
- (D) The Regional Commissioners shall be elected at the Regional level using the prior FYSA AGM certified voting count numbers for the clubs within the Region so that RCs serving South and West are elected in the odd-numbered years, and RCs serving North and East are elected in the even-numbered years.

Section 5 Term Limitations

- (A) Regional Vice Presidents may not serve more than four (4) consecutive terms in the same office.

Section 6 Vacancy in Office

- (A) Should the office of Registrar, Vice President of Administration and Communication, or Vice President of Competition be vacated, the FYSA Board of Directors shall replace the position within thirty (30) days. The replacement shall serve for the remainder of the unexpired term or to the AGM, whichever is earlier.
- (B) Should the office of Regional Vice President be vacated or in the event the RVP moves or fails to live and reside in the Region that they serve, an election shall be held within thirty (30) days of the vacancy.
- (C) Should the office of Regional Commissioner be vacated or if the RC moves or fails to live and reside in the Region that they serve, the Regional Vice President shall hold an election within thirty (30) days of the vacancy.

Section 7 FYSA State-sponsored Tournaments

- (A) All officers should attend State-sponsored tournaments.

ARTICLE VII - MEETINGS

Section 1 Meetings

- (A) FYSA shall hold such state and regional meetings as are necessary for the timely conduct of its business at all levels of Association activities in support of the advancement of soccer.

Section 2 Absence of the President

- (A) In the event of the absence of the President as the presiding officer at any meeting, the Vice President of Player/Coaching Development shall assume the duties of the President.
- (B) In the absence of the President or Vice President of Player/Coaching Development, the Vice President of Administration and Communication, Secretary, followed by the Treasurer, shall conduct the business of FYSA during the meeting.

Section 3 Regional Committee Meetings

- (A) The Regional Committee shall meet as necessary to be determined by the Regional Vice President.

Section 4 Annual General Meeting

- (A) FYSA shall convene an Annual General Meeting (AGM) in Central Florida for an annual report on the status of activities of the association, election of officers, and such other agenda items determined necessary to the conduct of its business in accordance with the following:

- (B) The President, with the concurrence of the Board of Directors, shall call for an AGM to be held no later than August 31st each year.
- (C) Notification of the time and place of the meeting shall be provided to all members at least ninety (90) days prior to the scheduled date of the AGM.
- (D) Actions and policies adopted by the Board of Directors and all proposed changes to the Articles of Incorporation, Bylaws, and Rules shall be reported to membership, or their authorized representatives, at least once each year at the AGM, with notice and agenda of the meeting at least thirty (30) days in advance of the AGM. Proposed amendments to the Articles of Incorporation, Bylaws, and Rules shall be provided to the membership for review at least thirty (30) days prior to their consideration at the AGM.
- (E) The Credentials Committee shall oversee distribution of voting credentials to designated agents or proxy holders.
- (F) The order of business for the AGM shall provide for such reports and general business as determined necessary for the conduct of business.
- (G) FYSA shall provide to the United States Soccer Federation:
 - (1) Any amendments to its governing documents.
 - (2) The most current annual financial statements within ninety (90) days after the end of the fiscal year.

Section 5 Quorum at AGM

- (A) A minimum of twenty-five (25) percent affiliated members must be present to constitute a quorum.
- (B) A quorum must be present at the beginning and throughout the AGM.
- (C) Proxies shall be counted to constitute a quorum.
- (D) If a Point of Order is raised that a quorum is no longer present, the meeting shall be recessed in order to obtain a quorum. If a quorum cannot be re-established, the meeting shall be adjourned.

Section 6 Voting at AGM

- (A) No member is entitled to more than one vote, even though they could claim participation in more than one category. The following shall each have one vote:
 - (1) Each Administrative Officer,
 - (2) Each Additional Officer,
 - (3) Immediate Past President,
 - (4) Each Affiliate Member (one vote for every fifteen [15] players registered with FYSA providing that all fees are paid),
 - (5) Each Associate Member,
 - (6) Each Individual Member, and
 - (7) Each Hall of Fame Member.

Section 7 Past Presidents at AGM

- (A) All Past Presidents shall be entitled to make a motion, second a motion, and speak in debate at the AGM, but only the Immediate Past President shall be entitled to cast a vote.

Section 8 Determination of Number of Affiliate Votes for AGM

- (A) The FYSA Registrar shall certify each Affiliate's votes as of registrations processed by July 1st of each year. The Affiliate will be notified as to their number of available votes. July 1st shall be the final date registrations will be considered for calculation of Affiliate votes in either Region elections or for the AGM.
- (B) An Affiliate shall have fifteen (15) days from receipt of notification to file any protest in writing with the FYSA Secretary as to the number of available votes.

- (C) The FYSA Secretary shall, within seven (7) days of receipt of any protest, in writing, provide a ruling as to the validity of the protest.
- (D) The Affiliate may file an appeal of the FYSA Secretary's decision to the Board of Directors. The appeal must be filed at least seven (7) days before the AGM.
- (E) The BOD shall render an opinion prior to the close of credentials at the AGM. The decision of the BOD shall be based on the FYSA official Affiliate registration printout and shall be final.
- (F) Each Affiliate shall have one (1) vote for every fifteen (15) players registered with FYSA. The criteria for determining the number of votes for which the Affiliate is eligible shall be that the Affiliate is in good standing and all fees paid.

Section 9 Voting by Proxy at AGM

- (A) Voting by proxy is permitted at the AGM as follows:
 - (1) An Affiliate Member may designate on the electronic proxy any party that the Affiliate wants to designate as its proxy for all matters before the AGM. This proxy must be submitted by the Agent of Record or President
 - (2) An Associate Member may designate on the electronic proxy any party that the Associate wants to designate as its proxy for all matters before the AGM. This proxy must be submitted by the Agent of Record or President.
 - (3) Individual Members may designate on the electronic proxy any party that the individual member wants to designate as its proxy for all matters before the AGM. This proxy must be submitted directly by the Individual member.
 - (4) Any challenge to the validity of a proxy must be made during the roll call at the AGM. Once the roll call is completed, the proxy shall be considered valid.

Section 10 Affiliate and Associate Voting Method

- (A) Affiliates may cast their vote in any one of the following methods, providing that votes cast by one process cannot be duplicated by any other process:
- (B) The Agent of Record OR one of the other two designated Agents is authorized to cast the Affiliate's vote at the AGM.
- (C) The Agent of Record may authorize a representative to be present and cast their vote by filing a proxy with the Secretary.
- (D) The Agent of Record may file a proxy with the FYSA Secretary who shall cast the ballots as directed and signed by the Agent of Record.
- (E) Associates may cast their vote in the same manner as described above.

Section 11 Special General Membership Meetings

- (A) A Special General Meeting of Affiliates may be requested in writing to the Secretary for a specific purpose or purposes and signed by at least twenty-five (25) Affiliate members.
- (B) Notice to all Affiliates of the Special General Meeting shall include the date, time, and place, together with the purpose for the special meeting.
- (C) For the conduct of business at the special meeting, the following Bylaws Sections shall apply: ARTICLE 7, Meetings, Sections 4D, 5, 6, 7, 9, 10, and 8 with modification to Subsection A to provide certification of each Affiliate's vote thirty (30) days prior to the special meeting.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1 Administrative Authority

- (A) The administrative authority to represent and conduct the business of FYSA is vested in the Board of Directors (BOD) between Annual General Meetings.

Section 2 Composition

- (A) The BOD shall be established and composed of the President, Vice President of Player/Coaching Development, Secretary, Treasurer, Registrar, four (4) Region Vice Presidents, Vice President of Administration and Communication, Vice President of Competition, and two (2) elected Regional Commissioners from each Region.

Section 3 Duties and Responsibilities

- (A) The duties and responsibilities of the BOD shall include, but not be limited to, the following:
- (B) Adopt and implement programs, services, policies, and procedures for the purposes of FYSA.
- (C) Interpret and enforce the governing documents of FYSA.
- (D) Adopt temporary Rules for circumstances not provided for in the existing Rules.
- (E) Consider recommendations from the Rules and Revisions Committee to revise, delete, or expand the Rules.
- (F) Approve the budget and administer the funds of FYSA.
- (G) Employ the Executive Director.
- (H) Upon recommendation of the Personnel Committee, establish the number of positions needed for the adequate performance of the State Office and approve a Personnel Manual describing administrative employees and office staff positions, including job description, pay scale, vacations, hiring/firing procedures, and all other policies related to employment.
- (I) Redefine Regions as deemed necessary.
- (J) Consider Affiliate applications.
- (K) Establish sanctioning guidelines for soccer events and activities organized pursuant to the rules of FYSA.
- (L) Reprimand, suspend, bar completely, or otherwise discipline any player, coach, team manager, assistant, or any Affiliated club or league for violation of the FYSA governing documents.
- (M) Upon recommendation of the Risk Management Committee, temporarily remove the privilege of any player, coach, volunteer, or referee to participate in FYSA sanctioned events.
- (N) Concur in the declaration of an emergency by the President.
- (O) Comply with the requirements of USSF regarding referee administration.
- (P) Exercise such other duties as prescribed for the BOD in these bylaws, by the membership in the FYSA policies and procedures, or in the adopted parliamentary authority.

Section 4 Meetings

- (A) The BOD shall meet a minimum of four (4) times a year, one of which may be at the AGM. Electronic communication shall be an acceptable meeting format. Voting by proxy is not permitted at any Board of Directors meeting.

Section 5 Special Meetings

- (A) The President may call for special meetings of the BOD at his/her discretion. Special meetings may also be convened by written request of a minimum of three (3) BOD members.

Section 6 Quorum

- (A) The quorum for a meeting of the BOD shall be a majority of members currently serving.

Section 7 Meeting Notice

- (A) Notice of regular meetings of the BOD shall be by mail or email thirty (30) days in advance of the meeting date set. Written notice can include an annual calendar that is previously established, approved, and published by the BOD. All BOD members must always be notified.
- (B) Notice of special meetings of the BOD shall be by mail or email fifteen (15) days in advance of the meeting date set. All BOD members must always be notified, and the purpose of the meeting must be stated in the notice.
- (C) Notice of emergency meetings of the BOD shall not be required provided all members are contacted and a quorum can be present.

Section 8 Adverse Conduct of Officers

- (A) Officers of FYSA shall adhere to the highest levels of moral and personal conduct both in the performance of their duties and/or actions that reflect upon or represent the association.
- (B) Allegations of misconduct and/or excessive unexcused absences shall be submitted to the Review and Discipline Committee for investigation. Upon completion of the investigation, the committee will submit its findings and recommendations to the BOD.
- (C) The BOD shall consider the findings of the Review and Discipline Committee and determine if a hearing is warranted. No member of the BOD may be removed from office until completion of the due process as outlined in this section.
- (D) Any rule conflicting with this section shall be null and void to the extent of the conflict. Nothing contained herein shall prohibit normal discipline of any officer in their capacity as a player, coach, spectator, or referee; such disciplinary action shall not affect their ability to participate as an officer.
- (E) Due Process:
 - (1) A special meeting may be called, or an agenda item included for a regular meeting, for the express purpose of removing any officer for conduct unbecoming or prejudicial to the stated aims/purposes of FYSA.
 - (2) Notice of the meeting at which such an item shall be on the agenda must be sent by certified mail and email not less than fourteen (14) days prior to the date set for such meeting. The notice of the meeting shall contain all charges of misconduct lodged against the person charged.
 - (3) At any meeting under this section, the accused member shall be permitted to present such evidence and witnesses in defense of the charges as they deem appropriate and shall have the right to be present during any proceedings except the deliberations.
 - (4) Removal from office requires a three-fourths (3/4) vote.

ARTICLE IX - CONFLICT OF INTEREST

- Section 1** The purpose of this article is to ensure integrity and objectivity and to provide an understanding and awareness of conflicts of interests, whether real or perceived. A member of the FYSA Board of Directors (BOD) or Office Staff shall be considered to have a conflict of interest if:
- (A) Such member has existing or potential financial or other interests that impair or might reasonably appear to impair such member's independent, unbiased judgment in the discharge of his/her responsibilities to FYSA, or
 - (B) Such member is aware that a member of his/her family (which for purposes of this paragraph shall be a spouse, parents, sibling, children, and any other relative) or any organization in which such member (or member of his/her family) is an officer, director, employee, member, partner, BOD member, or controlling stockholder, has such existing or potential financial or other interests.

Section 2 All BOD and Office Staff members shall disclose to the BOD any possible conflict of interest at the earliest practicable time.

Section 3 No BOD member shall vote on any matter under consideration at a board or committee meeting in which such BOD member has a conflict of interest. The minutes of such meeting shall reflect that a disclosure was made and that the BOD member having a conflict of interest abstained from voting.

Section 4 Any BOD or Office Staff member who is uncertain whether a conflict of interest may exist in any matter may request the BOD to resolve the question by majority vote.

ARTICLE X - COMMITTEES

Section 1 Standing Committees

- (A) There shall be such standing committees as prescribed in these bylaws. Additional standing committees may be established by the President with approval of the BOD.

Section 2 Appointment of Members

- (A) The chairperson of each standing committee shall be the officer prescribed in these bylaws, or if no officer is designated, shall be appointed by the President with approval of the BOD.
- (B) Each committee chairperson may select their committee members with approval of the BOD.
- (C) With the exception of designated officers, the BOD may remove or replace any committee member if they fail to or improperly perform their duties and responsibilities.

Section 3 Term

- (A) The members of each standing committee shall serve for a period of one (1) year, ending at the AGM, except an elected official chairperson shall serve in that position until the end of their term of office.
- (B) A chairperson may be reappointed to serve additional terms at the discretion of the President.

Section 4 Ex Officio

- (A) The President shall be an *ex-officio* member on all committees except for the Review and Discipline Committee and the Protest and Appeals Committee. The President shall have no vote on any committee.

Section 5 Authority to Institute Policy

- (A) A committee may recommend a policy to the BOD for approval.
- (B) Policy recommendations shall be presented as follows:
 - (1) Majority opinion shall be decided by a majority vote of the committee.
 - (2) Minority opinion shall be presented by the chairperson if requested to do so by the portion of the committee having an opinion differing from the majority vote.

Section 6 Special (ad hoc) Committee

- (A) Special (ad hoc) committees may be established by the BOD and/or the President for a single-issue purpose. A term for the committee to complete its business and provide a full written report is to be included when the committee is established.

ARTICLE XI - STANDING COMMITTEES

Section 1 The following are Standing Committees of FYSA:

- (A) Competition,
- (B) Credentials,
- (C) Finance,
- (D) Hall of Fame,
- (E) Personnel,
- (F) Player/Coaching Development,
- (G) Protest and Appeals,
- (H) Recognition, Recreational,
- (I) Registration,
- (J) Review and Discipline,
- (K) Risk Management,
- (L) Risk Management Appeals,
- (M) Rules and Revision, and
- (N) TOPSoccer.

Section 2 Each committee may submit a budget to cover the projected costs for completion of its tasks for the seasonal year or request funding for specific tasks or projects to the BOD.

Section 3 Committees shall meet as needed and will report at least annually its activities and recommendations or as may be required by the BOD.

Section 4 The Chairperson shall be a voting member of their respective committee.

Section 5 Competition Committee

(A) Composition

- (1) The Competition Committee shall be comprised of at least one member from each region, with the Vice President of Competition serving as Chairperson.

(B) Objectives

- (1) The Competition Committee is charged with establishing and implementing requirements for the annual FYSA-sponsored competitions.

(C) Duties and Responsibilities

- (1) Establish necessary rules and procedures for FYSA-sponsored competitions, being certain to comply with the rules for Tournament and Travel.
- (2) Work in cooperation with the Finance Committee to determine and recommend to the BOD entry fees to ensure financial stability of the Cup.
- (3) Comply with BOD-established deadlines and date requirements.

Section 6 Credentials Committee

(A) Composition

- (1) The Credentials Committee shall be comprised of not less than four (4) members, including the Secretary as Chairperson, with the Registrar as advisor to the committee.

(B) Objectives

- (1) The Credentials Committee is charged with determining the correct number of votes to which Affiliates, Officers, Directors, and other such members are entitled to cast at the AGM or any other membership meeting in accordance with FYSA Rules.

(C) Duties and Responsibilities

- (1) Determine the number of eligible votes for each member. Provide confirmation to each member, in accordance with Bylaws Article 7, Section 8.
- (2) Hold at least one (1) meeting annually in preparation for the AGM.

Section 7 Finance Committee

(A) Composition

- (1) The Finance Committee shall be comprised of not less than five (5) members, with at least one (1) member from each Region and including the Treasurer as Chairperson. Regional members should have some background in accounting and financial matters.

(B) Objectives

- (1) The Finance Committee is charged with the development of an annual long-range budget; review of an annual report prepared by a Certified Public Account; financial and investment planning; review of applications for grants and funds; and the review or modification of the current budget. The committee shall assist the BOD to ensure that financial reporting and internal controls are adequate and undertaken efficiently.
- (2) Further, the committee shall ensure that all local, state, and federal rules and regulations are met.

(C) Duties & Responsibilities

- (1) Compile reviewed requests into an overall budget to be submitted by the Board of Directors for membership approval at the AGM.
- (2) Review the auditor's management report and make recommendations for necessary actions or policy modifications to accounting policies, the financial reporting process, and internal controls.
- (3) Review operational areas for compliance with financial policies and procedures.
- (4) Investigate allegations of financial irregularities and recommend controls to detect and prevent such occurrences.
- (5) Provide financial and investment planning guidance.
- (6) Assist as needed in the application for external funding.

Section 8 Hall of Fame Committee

(A) Composition

- (1) The Hall of Fame (HOF) Committee shall be comprised of not less than five (5) members: four current HOF members and a member of the BOD appointed by the President.

(B) Objectives

- (1) The Hall of Fame Committee is charged with reviewing nominations received from FYSA members to comply with Rules C2.1 and C2.2 and recommend those eligible persons to the BOD.

(C) Duties and Responsibilities

- (1) Work with the State Office to ensure that all documents are maintained so that perpetual information is available.
- (2) Report the number of nominations received and recommend eligible persons to the BOD.

(D) Privileges of Hall of Fame Members

- (1) Hall of Fame members may be compensated for expenses at the AGM in accordance with the FYSA Financial Policies and Procedures.

Section 9 Personnel Committee

(A) Composition

- (1) The Personnel Committee shall be comprised of not less than four (4) members, including one member residing in the area of the State Office, the Treasurer, and including the Secretary as Chairperson.

(B) Objectives

- (1) The Personnel Committee is charged with developing personnel policies and procedures for FYSA employees, providing overall guidance of those policies, and ensuring that procedures for staff evaluation, performance standards, promotions, and guidance are followed.

(C) Duties & Responsibilities

- (1) Publish and/or revise and maintain a personnel manual to be kept in the State Office with copies distributed to the BOD.
- (2) Establish policies and procedures for hiring and supervising the necessary staff to maintain the State Office and FYSA programs and services.
- (3) Recommend to the BOD all matters relating to the employment of the Executive Director.
- (4) Recommend a budget, in conjunction with the Finance Committee, for all personnel costs.

Section 10 Player/Coaching Development Committee

(A) Composition

- (1) The Player/Coaching Development Committee shall be comprised of not less than five members, including the Vice President of Player/Coaching Development as Chairperson, with at least one member from each Region.

(B) Objectives

- (1) The Player/Coaching Development Committee is charged with assisting the Vice President of Player/Coaching Development in the oversight and review of programs for the education and training of coaches and player development for FYSA.

(C) Duties and Responsibilities

- (1) Assist the Vice President of Player/Coaching Development, as needed, in the oversight of the programs for the education, training, and advancement of players and coaches and the review of such programs.
- (2) Meet at least once annually.

Section 11 Protest and Appeals Committee

(A) Composition

- (1) The Protest and Appeals Committee shall be comprised of a Chairperson appointed by the President and a minimum of eight (8) additional members, two (2) from each Region recommended by the Regional Vice Presidents and approved by the BOD.

(B) Objectives

- (1) The Protest and Appeals Committee is charged with hearing protests and appeals pertaining to FYSA Bylaws and Rules, and other rules, regulations, and policies of affiliated organizations.
 - (2) All avenues of protests and appeals must be exhausted at all levels below this body before the committee will consider hearing a protest or appeal.
- (C) Duties and Responsibilities
- (1) Meet to hear a protest or appeal that has been properly submitted, being certain to comply with time limits as required in Rules regarding protests and appeals.
 - (2) Provide the State Office with the decision of the committee after the protest or appeal has been heard.
- (D) Term Extension
- (1) When a member or members are involved in a protest or appeal that has not been resolved, the member will extend their term beyond one year until the issue is resolved.

Section 12 Recognition (Other than Hall of Fame) Committee

- (A) Composition
- (1) The Recognition (Other than Hall of Fame) Committee shall be comprised of not less than four (4) members, one from each Region approved by the BOD. The FYSA Director of Coaching shall be an *ex-officio* voting member of the committee.
- (B) Objectives
- (1) The Recognition Committee is charged with seeking and rewarding those individuals who have served and/or are serving the Florida Youth Soccer Association by contributing unselfishly, show the type of dedication in their field that brings credit to themselves, the group they represent, our game, and FYSA.
 - (2) The areas for selection are:
 - i) Recreational Club of the Year
 - ii) Administrator of the Year
 - iii) Friends of Soccer (no more than one (1) regionally selected per Region per year).
 - iv) Girls Competitive Coach of the Year
 - v) Girls Recreational Coach of the Year
 - vi) Boys Competitive Coach of the Year
 - vii) Boys Recreational Coach of the Year
 - (3) A Youth Female Referee of the Year and a Youth Male Referee of the Year shall be selected by the State Youth Referee Association (SYRA) and recognized at the AGM.
- (C) Duties and Responsibilities
- (1) Develop and update the selection criteria for each award and ensure that the recognition be disseminated to the membership.
 - (2) Ensure nominations meet the published criteria. Select those qualified and forward a list of recipients to the BOD.
 - (3) Work with the State Office to maintain and update all records of nominees and inductees so that a permanent history of the awards is kept.

Section 13 Recreational Committee

(A) Composition

- (1) The Recreational Committee shall be comprised of not less than five (5) members, including the Vice President of Player/Coaching Development as the Chairperson.

(B) Objectives

- (1) The Recreational Committee is charged with advocating for recreational soccer throughout the state.

(C) Duties and Responsibilities

- (1) Research, discuss, create, and implement best practices, resources, and new events, to support the recreational membership.

Section 14 Registration Committee

(A) Composition

- (1) The Registration Committee shall be comprised of not less than five (5) members, with one member selected from each Region and including the Registrar as Chairperson.

(B) Objectives

- (1) The Registration Committee is charged with establishing and implementing the policies and procedures necessary for the proper registration of all players and coaches wishing to participate in FYSA. It shall also supervise the proper affiliation of all members.

(C) Duties and Responsibilities

- (1) Establish and update all policies and procedures for registration of players and coaches.
- (2) Publish and update a registration manual and update required registration forms.
- (3) Work in close cooperation with the Rules and Revision Committee for proper updating of the Rules and with the Finance Committee in establishing fees.

Section 15 Review and Discipline Committee

(A) Composition

- (1) The Review and Discipline Committee shall be comprised of a Chairperson appointed by the President and a minimum of eight (8) additional members, two (2) from each Region recommended by the Regional Vice Presidents and approved by the BOD.

(B) Objectives

- (1) The Review and Discipline Committee is charged with reviewing the actions of Affiliates/members and determining if a hearing is warranted.

(C) Duties and Responsibilities

- (1) Serve as the entry level for a request for Intervention by either an Affiliate or an officer of FYSA.
- (2) Respond, in writing, to requests for Intervention referred by the BOD.
- (3) Review reports as required in the FYSA Rules.

- (4) Provide findings to the State Office after reviewing referred reports.
- (5) Work in close cooperation with the Rules and Revision Committee.

Section 16 Risk Management Committee

(A) Composition

- (1) The Risk Management Committee shall be comprised of the President and the Vice President of Administration and Communication with the assistance of the FYSA Executive Director.

(B) Objectives

- (1) The Risk Management Committee is responsible for the implementation and management of programs and policies relating to the mitigation of risk for FYSA and its Affiliates. This includes, but is not limited to, background checks, the US Center for SafeSport, insurance claims, the FYSA Risk Management Policies, litigation, required risk training, Florida law, and Federal law (when jurisdictionally appropriate).

(C) Duties and Responsibilities

- (1) Adjudicate and make eligibility determinations for current and prospective adult members.
- (2) Review and adjudicate allegations of possible violations of the FYSA Risk Management Policy, US Center for SafeSport policies, US Soccer policies, and Florida law (when jurisdictionally appropriate).
- (3) Review and adjudicate submitted background checks as needed.
- (4) Provide appeal procedures for risk management decisions in accordance with FYSA Rules.
- (5) The Risk Management Committee is not responsible for match-related misconduct (red cards) unless the offenses rise to the level of a violation of FYSA Risk Management Policy,
- (6) US Center for SafeSport policies, US Soccer policies, and Florida law (when jurisdictionally appropriate).

Section 17 Risk Management Appeals Committee

(A) Composition

- (1) The Risk Management Appeals Committee shall be comprised of the current BOD (excluding the President and Vice President of Administration and Communication). The FYSA Secretary shall select three (3) to five (5) members to serve on hearing panels, with preference given to members NOT from the FYSA Region where the disqualified individual is registered.

(B) Objectives

- (1) The Risk Management Appeals Committee shall hear appeals arising from risk management denials, suspensions, or revocations by the Risk Management Committee that were not based on the results of a criminal background check (i.e., civil cases, criminal cases, newly filed criminal charges, SafeSport complaint, or any other reason that casts serious doubt on the applicant's ability to be entrusted with the supervision, guidance, and care of minors).

(C) Duties and Responsibilities

- (1) The Risk Management Appeals Committee shall hold hearings and render decisions on properly filed appeals.

Section 18 Rules and Revision Committee

(A) Composition

- (1) The Rules and Revision Committee shall be comprised of at least five (5) members, with one member from each Region. The Vice President of Administration and Communication shall serve as Chairperson.

(B) Objectives

- (1) The Rules and Revision Committee is charged with reviewing the rules of FYSA; receiving recommendations and proposed amendments pertaining to the change, modification, updating, deletion, and correction of the Articles of Incorporation, Bylaws, and Rules; and rendering opinions concerning the interpretation of the Bylaws and Rules of FYSA, as requested by the BOD.

(C) Duties and Responsibilities

- (1) Ensure compliance and dissemination of information on all existing rules, proposed changes, and required updates from USSF and USYS.
- (2) Render opinions concerning interpretation of the Bylaws and Rules of FYSA as requested to do so by the BOD or the Rules and Revision Committee Chairperson.

Section 19 TOPSoccer Committee

(A) Composition

- (1) The TOPSoccer Committee shall be comprised of not less than four (4) members, with the Vice President of Player/Coaching Development serving as a member.

(B) Objectives

- (1) The TOPSoccer Committee is charged with supporting and growing the TOPSoccer program in Florida. The committee shall seek and reward those TOPSoccer individuals who have served unselfishly, shown the type of dedication that brings credit to themselves, the group they represent, our game, and FYSA TOPSoccer.
- (2) The areas for selection are:
 - i) TOPSoccer Volunteer of the Year
 - ii) TOPSoccer Buddy of the Year
 - iii) TOPSoccer Coach of the Year
 - iv) TOPSoccer Club of the Year

(C) Duties and Responsibilities

- (1) Provide education, training, and support for new and existing TOPSoccer programs.
- (2) Provide information to FYSA staff to maintain a database of existing and potential FYSA TOPSoccer programs.
- (3) Select TOPSoccer award winners in accordance with selection criteria.
- (4) Work with the State Office to maintain all records of nominees and inductees as a permanent history of the TOPSoccer awards.

ARTICLE XII - ASSURANCE OF DUE PROCESS

Section 1 Authority

- (A) The BOD has the responsibility of establishing such rules as deemed necessary to ensure that all members of FYSA have access to a process of protest and appeal concerning actions determined to be contrary to the rules of USSF, USYS, and FYSA.

Section 2 Intent

- (A) It is the intent of FYSA to ensure that any person affiliated with FYSA shall have a hearing prior to any decision affecting their status or ability to participate or compete in soccer.
- (B) FYSA shall not institute any policy or rule that would preclude any member from appealing any decision relating to their right to participate and compete in activities sponsored by USSF to the USSF Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision. Red card offenses with minimum discipline and referee judgment calls shall not be cause for protest and/or appeal.

Section 3 Scope

- (A) FYSA shall make provisions for hearing appeals concerning decisions of lower reviewing authorities only in those cases where the issue pertains to the application and/or interpretation of the Rules of USSF, USYS, and FYSA.

Section 4 Responsibility of Affiliate Members

- (A) Affiliates shall provide procedures for fair and impartial hearings on any charges prior to imposing discipline or sanctions. Further, their protest and appeal procedures must be in conformity with those of FYSA. Acknowledgment of this responsibility shall be part of the requirements for Affiliate membership.
- (B) Affiliates have authority to discipline their members for misconduct and/or conduct contrary to the rules of the Affiliate's organization. To that end, all Affiliate Members shall provide for the timely hearing of all protests and appeals prior to rendering a decision and/or imposing discipline or sanctions.
- (C) The Affiliate shall be responsible for documenting its actions and for advising all participants of their right to appeal to a higher level and the correct process for doing so. A copy of the hearing record and final decision shall be sent to FYSA if the sanction extends beyond the jurisdiction and authority of the Affiliate. For any sanction to extend beyond the authority and jurisdiction of the Affiliate, all FYSA and USSF requirements as to due process must be met.

Section 5 FYSA Authority to Discipline

- (A) FYSA reserves the right to review administrative and programmatic organization and the performance of its Affiliates to assure compliance with the Articles of Incorporation, Bylaws, and Rules. When an Affiliate is found to be in violation of such, FYSA shall have authority to require appropriate corrective action, discipline, and/or sanctions. Specific procedures for intervention, review, investigation, and disposition as well as disciplinary actions, penalties, fines, and restrictions shall be established within the Rules.

Section 6 Levels of Protest and Appeals

- (A) In order to expedite resolution of issues that may impact upon the standing of an Affiliate individual, team, club, or league, matters of concern may be raised. Specific procedures for these actions shall be enumerated within the Rules and will be the basis for any formal submission and processing of the levels of protest and appeal. Matters of concern may be raised using any of the following methods:
 - (1) Protest,
 - (2) Appeal,

- (3) Request for Intervention, and
- (4) FYSA Intervention.

Section 7 Resolution and Timely Disposition

- (A) FYSA shall establish entry levels for resolution and timely disposition of protest and appeals beginning at the club/league level. Entry level reviewing authorities shall resolve issues in a fair, timely, and impartial manner. FYSA officers, when necessary, in accordance with the Rules, shall expeditiously address and attempt to resolve all protests and appeals as part of the primary responsibility of their office.

ARTICLE XIII - PARLIAMENTARY AUTHORITY

- Section 1** The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern FYSA in all cases to which they are applicable and in which they are not inconsistent with these bylaws or any rules and policies FYSA may adopt.

ARTICLE XIV - AMENDMENT OF GOVERNING DOCUMENTS

Section 1 Amendment of Articles of Incorporation or Bylaws

- (A) The Articles of Incorporation or these Bylaws may be amended at the AGM by a two-thirds vote of members present and voting, including proxies. At no time shall the BOD suspend, revise, delete, or expand the Bylaws unless necessary to comply with USSF or USYS Bylaw changes.

Section 2 Amendment of Rules

- (A) The FYSA Rules may be amended at the AGM by a majority vote of those present and voting.
- (B) The FYSA Rules may be suspended or amended during any regular or special meeting of the BOD. Notification of such suspension or amendment must be sent to all Affiliates within fifteen (15) days of the board's action. Any suspended or amended Rule must be ratified by majority vote of the members present and voting at the next AGM. If the suspended or amended Rule is not ratified by the members at the next AGM, the original Rule will be reinstated unless an alternative amendment to the Rule is adopted.

Section 3 Submission of Amendments

- (A) Proposed amendments to the Articles of Incorporation, Bylaws, and/or Rules shall be submitted to the FYSA Vice President of Administration and Communication by any Affiliate or its members. The document for which change is suggested shall be noted along with the article, section, or subsection, and the proposed change. Proposed changes may be submitted anytime during the year but must be received by the FYSA Office no later than ninety (90) days prior to the AGM.
- (B) All amendments shall be provided to the Rules and Revision Committee. Upon review, the committee may request clarification, intent, purpose, and/or suggest modifications. Proposed amendments, together with comments from the committee, shall be distributed to the membership thirty (30) days prior to the AGM.

Section 4 Late Filing

- (A) The BOD shall have the right to review and, by a two-thirds (2/3) vote, submit to the membership an amendment received within ninety (90) days of the AGM.

Section 5 Violation of Bylaws and/or Rules

- (A) All governing documents of FYSA, as identified in Article 3, Section 1, shall be binding on all Officers, BOD Members, Affiliate Members, Associate Members, and Individual Members. A plea of ignorance to these documents and the requirements therein is not sufficient excuse to avoid fees, fines, and/or discipline.

ARTICLE XV - PROVISIONS NOT COVERED

Section 1 Where provisions are not covered by this text, the policies and procedures of USSF and USYS shall apply. The BOD shall have the authority to act on matters not covered within the Bylaws or Rules on an emergency basis in order to maintain the purpose and objectives of this association.