TIMBERLINE YOUTH SOCCER ASSOCIATION

CONSTITUTION BYLAWS & RULES OF COMPETITION

Each person having any responsibility whatsoever for any Member Club or team participating in the Timberline Youth Soccer Association is responsible for reading and understanding this Constitution, Bylaws and Rules of Competition. In the event charges of infraction of any of the regulations contained herein are made against a club, team, coach or any other team representative, claims by said accused person of ignorance of these regulations will not be considered an available defense to said charges. It is each Member Club's responsibility to see to it that any person having responsibility for any team receives a copy of the rules and regulations.

MEMBER SOUTH TEXAS YOUTH SOCCER ASSOCIATION UNITED STATES YOUTH SOCCER ASSOCIATION

Adopted June 2, 1993 Revised November 3, 1993, October 1, 1997, and July 1, 2002

Constitution, By-Laws and Rules of Competition 1

TIMBERLINE YOUTH SOCCER ASSOCIATION CONSTITUTION

ARTICLE 1 - NAME

1.1 The name of this organization shall be the TIMBERLINE YOUTH SOCCER ASSOCIATION ("TYSA"), hereinafter referred to as the Association.

ARTICLE 2 - PURPOSE

- 2.1 It shall be the purpose of this Association to foster and promote youth soccer within its area of jurisdiction. TYSA shall teach good sportsmanship, educate youth participants in the fundamentals of the game of soccer, promote the game of soccer and conduct such other educational activities as shall be deemed appropriate to the promotion of youth soccer. The Association shall promote the play of soccer by youth within their own neighborhoods, with local guidance and administration.
- 2.2 The Association shall be a nonprofit organization, incorporated in the State of Texas. The Association shall be subject to the rules presented in its Constitution, Bylaws and Rules of Competition.

ARTICLE 3 - AFFILIATION

3.1 The Association shall be approved by the South Texas Youth Soccer Association ("STYSA"). It and its Clubs shall be affiliated with STYSA and its other member associations and the United States Youth Soccer ("USYS").

ARTICLE 4 - MEMBERSHIP

- 4.1 The Association shall be composed of youth soccer clubs, hereinafter known as "Member Clubs" and their duly registered players, the players' parents and/or guardians, coaches, board members and supporters within TYSA's defined territory. Each Member Club shall retain its own autonomy, however, each will adhere to the Association's Constitution, Bylaws, Rules of Competition and decisions of the Board. TYSA shall provide a coordinated focus for contact with STYSA and its other member associations.
- 4.2 Member Clubs of the Association are:
 - 4.2.1 Bear Creek Soccer Club, Inc.
 - 4.2.2 Cy-Fair Soccer Club, Inc.
 - 4.2.3 Texas HeatWave Soccer Club, Inc.
 - 4.2.4 Klein Soccer Club, Inc.
 - 4.2.5 Montgomery County Youth Soccer Club, Inc.
 - 4.2.6 Spring Soccer, Inc.
 - 4.2.7 and, such other clubs as may from time to time be approved by the Association according to this Constitution.

- Any Member Club wishing to withdraw from membership in the Association shall notify the Association President in writing of its desire to withdraw. Withdrawal will become effective after the approval of a two-thirds (2/3) majority of the Association board and approval of the Member Club's membership as expressed in an Association supervised election, where one (1) vote per family for each registered player is cast by a parent or guardian of that player. Such Member Club's approval must be evidenced by the approval at of at least a 66.6% affirmative vote to withdraw of the total eligible voters in the withdrawing Member Club. Upon settlement of all liabilities of the Club to the Association, the STYSA and the USYSA the Club will be allowed to withdraw from membership in the Association. Notice of such withdrawal will be sent by the Association to all players registered in the withdrawing Member Club.
- 4.4 Upon a written request, signed by the President of a former Member Club, with up-do-date copies of its Constitution and Bylaws, the Board may, by the affirmative vote of a two-thirds (2/3) majority of the members in attendance at a duly constituted meeting, reinstate a former Member Club to membership on such terms and conditions as the Board may deem appropriate.
- 4.5 The Association shall have the authority to levy fees and fines on Member Clubs as set forth in its Constitution and Bylaws.

ARTICLE 5 - HEADQUARTERS

5.1 The Association's headquarters shall be located at the home of the incumbent President where the files and records of the Association shall be maintained, or at such other location as the incumbent President may designate.

ARTICLE 6 - TERRITORIAL BOUNDARIES

- 6.1 The Association's boundaries shall be defined as follows:
 - 6.1.1 Beginning at the convergence of the Montgomery, Grimes and Walker County lines;
 - 6.1.2 Thence Southeast along the Montgomery County line to the convergence of the Montgomery County line and the Harris County line;
 - 6.1.3 Southeast along the Harris County line to the southern boundary of the Huffman Independent School District;
 - 6.1.4 West along the southern boundary of the Huffman Independent School District to the Humble
 - Independent School District boundary line;
 - 6.1.5 South and then West along the southern boundary of the Humble Independent School District to
 - the intersection of the Aldine Independent School District to the intersection of the Aldine Independent School District eastern boundary;
 - 6.1.6 South along the Aldine Independent School District eastern boundary to the projection of Aldine-Mail Route;
 - 6.1.7 West along the projection of Aldine-Mail Route to I-45;
 - 6.1.8 South along I-45 to West Mount Houston Road (SH 249);
 - 6.1.9 West along SH 49 projected to West Montgomery Road;
 - 6.1.10 Southeast along West Montgomery Road to the intersection of the southern

boundary of the Klein Independent School District;

- 6.1.11 West along the southern boundary of the Klein Independent School District to the intersection of the eastern boundary of the Cypress-Fairbanks Independent School District;
- 6.1.12 South along the Cypress-Fairbanks Independent School District eastern boundary to the intersection with the Spring Branch Independent School District boundary;
- 6.1.13 West along the Cypress-Fairbanks Independent School District southern boundary to the intersection with Addicks-Fairbanks Road;
- 6.1.14 South along Addicks-Fairbanks Road to the intersection with Patterson Road;
- 6.1.15 West along Patterson Road to the intersection with State Highway 6;
- 6.1.16 North along State Highway 6 to the southern boundary of the Cypress-Fairbanks Independent School District;
- 6.1.17 West along that southern boundary to the western boundary of the Cypress-Fairbanks Independent School District;
- 6.1.18 North along the western boundary of the Cypress-Fairbanks Independent School District to the Tomball Independent School District to the Tomball Independent School District boundary;
- 6.1.19 North along the Tomball Independent School District boundary to the Montgomery County Line.
- 6.1.20 West and then North along the Montgomery County line to the point of beginning.
- 6.2 Generally, Association Member Clubs' boundaries shall be as follows:
 - 6.2.1 Bear Creek Soccer Club, Inc. see Exhibit I. Exhibit I cannot be found. Bear Creek's boundaries are assumed to be the remaining southern portion (south of US 290) of the TYSA boundary not dedicated to Cy-Fair Soccer Club or any other of the Association's Member Clubs.
 - 6.2.2 Cy-Fair Soccer Club, Inc. See Exhibit II. (As described by Cy-Fair ISD's boundary map)
 - 6.2.3 Klein Soccer Club, Inc.-Klein Independent School District and the Tomball Independent School District east of SH 249 including the area from the intersection with the Spring Independent School District at IH 45 at Klein ISD's boundary (Cypresswood Drive) south to Aldine Mail Route, west to existing Klein ISD's Boundary (SH 249).
 - 6.2.4 Texas HeatWave Soccer Club, Inc. -Humble Independent School District, Huffman Independent School District and the New Caney-Porter independent School District including the area south from the intersection of FM 1960 and IH-45 to Aldine Mail Route to US 59, then northwest to the existing boundary for Texas HeatWave Soccer Club near Old Humble Road and Homestead Road. Including the existing Texas HeatWave boundary completely, returning to the Harris County/Montgomery County border at the San Jacinto River/Spring Creek confluence west along Spring Creek to the confluence of Cypress Creek. Thence, southwest along Cypress Creek to Cypresswood Drive, thence south to FM 1960, and west along Fm 1960 to the starting point at FM 1960 and IH-45...
- 6.2.5 Montgomery County Youth Soccer Club, Inc. All of Montgomery County except for the New Caney-Porter Independent School District and including the area south from the Montgomery County line at the intersection of the Klein ISD and Spring ISD boundary to IH-45: thence south along IH-45 to FM 1960. Thence east along FM 1960 to Cypresswood

Drive, north to Cypress Creek, then northeast along Cypress Creek to the Montgomery County line, rejoining the existing boundary.

6.2.6 Spring Soccer Club, Inc.-On February 20, 2002, TYSA voted to temporarily cease operations of the Spring Soccer Club. The following boundary was distributed among the Klein Soccer Club, Montgomery County Youth Soccer Club and the Texas HeatWave Soccer Club. (Spring Independent School District and that part of the Aldine Independent School District lying within the Association's boundaries.)

ARTICLE 7 - OFFICERS AND DIRECTORS

- 7.1 The business, property and activities of the Association shall be managed by a Board of Directors (the "Board"). The Board will consist of:
 - A. President
 - B. Executive Vice President
 - C. Vice President Scheduling
 - D. Vice President Scorekeeping
 - E. Treasurer
 - F. Vice President Coaches
 - G. Vice President Referees
 - H. Vice President Publicity and Fund Raising
 - I. Club Presidents or their appointees
 - J. President Emeritus
- 7.2 The duties of the Board of Directors shall be as follows:
 - 7.2.1 Interpret and enforce the Association's Constitution, Bylaws, Rules of Competition and decisions of the Board;
 - 7.2.2 Establish all Association fees and charges;
 - 7.2.3 Establish and administer all Association rules;
 - 7.2.4 Resolve all disputes, protests and appeals there from, except as provided otherwise in the Association's Constitution, Bylaws and Rules of Competition or when TYSA's authority to do so is superseded by the STYSA or the USYS;
 - 7.2.5 Establish and coordinate or approve all inter-association play and tournaments;
 - 7.2.6 Adopt a budget and approve all expenditures not budgeted; and,
 - 7.2.7 Carry out all other duties and responsibilities as specified in the Association's Constitution, Bylaws and Rules of Competition.
- 7.3 Elected officers, positions A thru E above, may not be members of any other board of directors that is at or below the organizational level of the Association within the jurisdiction of STYSA. No person shall be elected or appointed to be an officer of the Association if such election or appointment would cause there to be more than three (3) voting officers or directors of the Association representing any one Member Club unless at least three fourths (3/4) of the Club Presidents approve such election or appointment.
 - 7.3.1 Representation is defined as follows:
 - a) No children playing: When the representative has no children playing in any of the Associations member clubs, he/she will be said to represent the club which is representative within the boundary of which he/she resides.
 - b) One child playing: When the representative has one child playing in any of the Associations

- member clubs, he/she will be said to represent the club which is representative of where the child plays.
- c) Two or more children playing: If 2 or more children play at the same Associations member club, he/she will be said to represent the club, which is representative of where the children play. If 2 or more children play at different Association member clubs, he/she will be said to represent the club which is representative of where the majority of the children play, or, if there is no majority, the club where the oldest child plays.
- The President of the Timberline Soccer Referees Association ("TSRA"), shall be the Vice President Referees 7.4 if such association shall exist, subject to approval of the Board.
- 7.5 The President of the Timberline Soccer Coaches Association ("TSCA"), shall be the Vice President Coaches if such association shall exist, subject to approval of the Board.
- 7.6 (Revised November 5, 1997)

The term of office for elected officers shall begin upon their election and shall be for two (2) years or until a duly qualified replacement is appointed by the President or elected by the Member Clubs. Each elected officer may succeed themselves in office one (1) time. An exception to the succession limitation may be granted prior to each election by two-thirds (2/3) majority of the total board. The Board Members must be given twenty-eight (28) days notice of the proposed exception and must vote in person. All officers will be elected in years as follows:

7.6.1 President Elected in even years 7.6.2 Executive Vice President Elected in odd years Elected in even years 7.6.3 Vice President Coaches Elected in odd years 7.6.4 Vice President Scorekeeping Elected in even years 7.6.5 Vice President Scheduling 7.6.6 Vice President Publicity Elected in odd years and Fund Raising

7.6.7 Treasurer Elected in odd years

7.7 The President shall fill any vacancies on the Board by appointment, except President, Vice President

Vice President Coaches and Club Presidents, subject to approval by the Board. Voting for such approval shall be by the Club Presidents as outlined in "ARTICLE X - ELECTION OF OFFICERS AND DIRECTORS" of this Constitution.

- 7.8 When the office of President becomes vacant the Executive Vice President shall succeed to the office of President, and the vacancy for Executive Vice President shall be filled as outlined above.
- 7.9 Directors, officers and club presidents shall receive no compensation for their services to the Association.
- The President Emeritus shall, subject to the prior approval of the Board, serve until the incumbent President 7.10 is no longer in office. This position shall be an advisory position and shall not vote.

ARTICLE 8 - SEASONAL AND FISCAL YEAR

8.1 The seasonal year shall be the same as the STYSA seasonal year. 8.2 The fiscal year shall begin on July 1 and end on June 30 of the following year.

ARTICLE 9 - MEETINGS

- 9.1 The Association shall meet every month or more often if the President so desires at a time and place made known to each of the Member Clubs. No notice of a regularly scheduled meeting shall be required unless a change of time or place is necessary.
- 9.2 Special meetings may be called by the President or by a simple majority of the Club Presidents by placing notice by mail, e-mail, or posting the Association's website to all Board members at least ten (10) days prior to such special meeting. A special meeting may only attend to the specified business for which the meeting was called.
- 9.3 Board members must be present at any meeting to vote, except that Club Presidents, Vice President Referees and Vice President Coaches may appoint an alternate by written or verbal notice to any Association officer or director. Such alternate may attend Association meetings and may vote in the absence of the Club President or the Vice President Referees and Vice President Coaches. Votes by proxy will not be allowed, except as otherwise set forth herein. On all matters except the election of officers each board member shall have one (1) vote.
- 9.4 Except as otherwise set forth herein, a majority vote of a quorum of the Board shall decide all matters except for amendments to the Constitution and Bylaws and discipline of an Officer, Director or Member Club.
- 9.5 The normal order of regular business meetings shall be as follows:
 - 1. Call to order and roll call;
 - 2. Approval of minutes of previous meeting(s);
 - 3. Guest(s);
 - 4. Treasurer's report;
 - 5. President's report;
 - 6. Old business;
 - 7. New business;
 - 8. Club presidents' reports;
 - 9. Vice Presidents' reports;
 - 10. Committee reports;
 - 11. Adjournment.
- 9.6 The President may modify the order of presentation of any meeting's business to accommodate guests,
 Board members or to bring about the efficient handling of matters. All meetings shall be conducted in
 accordance with the most recent edition of <u>Robert's Rule of Order</u>, <u>Revised</u> unless specified elsewhere in this

Constitution and Bylaws or STYSA or USYS rules of order.

ARTICLE 10 - ELECTION OF OFFICERS AND DIRECTORS

- 10.1 Election of officers and directors shall take place at the Association's March meeting.
- The Association President shall appoint a Nominating Committee no later than the January meeting to find qualified candidates for those offices scheduled to become vacant in the coming year. The Nominating Committee shall report its results at the Association's February meeting. The proposed slate of officers shall be mailed to all Member Clubs no less than two (2) weeks prior to the March meeting.
- 10.3 Nominations from the floor may be made during the elections with the provision that persons nominated from the floor shall be present and affirm their willingness to serve if elected, or such person shall have stated in writing to the incumbent President their willingness to serve if elected.
- 10.4 Voting shall be by the Club Presidents or their appointed alternates each casting one (1) vote per registered fall season team within that Club. The fall season used to determine the number of votes shall be the most recently completed fall season. The number of teams (votes) registered in the fall season is to be determined by the Association's Administrator, if one exists, and if not, by the Vice President Scheduling.

ARTICLE 11 - DISCIPLINE OF MEMBER CLUBS, OFFICERS AND DIRECTORS

11.1 The Board may be a two-thirds (2/3) majority of a quorum, such majority including at least two-thirds (2/3) majority of all of the Member Club presidents, expel any Member Club when such Member Club's activities are not in accord with the Association's purpose as set forth in this Constitution and Bylaws or there have been numerous and knowing violations of this Constitution, Bylaws or Rules of Competition by the Club in question.

Each Board member shall be given at least twenty eight (28) days written notice of the proposed action to be taken at the next Association meeting. The Club in question and STYSA shall be notified in writing of any action taken by the Board.

Any Officer or Director may be removed from their office in the Association after three consecutive unexcused absences from regular Board meetings, or for gross neglect of assigned Association duties or misconduct.

This action shall take place only after appropriate counseling with the individual, and after a hearing by the full Board. A two-thirds (2/3) majority of a quorum of the Board is required to remove such officer or director from their position.

ARTICLE 12 - COMMITTEES

12.1 The formation of standing committees as well as any Special Committees shall require the approval of the Board. It shall be the duty of these committees to perform such services as defined in the Constitution and Bylaws or as instructed by the Board.

ARTICLE 13 - AMENDMENTS

Amendments to the Constitution and Bylaws can be made at any meeting by a two-thirds (2/3) majority of a quorum. Such majority must include a two-thirds (2/3) majority of the Member Clubs' presidents and must be a two-thirds (2/3) majority of the total Board even if all members of the Board are not present at the meeting.

Each Board member shall be given twenty-eight (28) days written notice of the proposed amendment(s). Votes must be cast in person at the meeting by each Board member.

ARTICLE 14 - ENACTMENT

14.1 This Constitution, Bylaws and Rules of Competition shall supersede all previous Constitutions, Bylaws and Rules of Competition of the Association.

ARTICLE 15 - AUTHORITY TO CREATE RULES

15.1 The Association shall adopt and publish such regulations for youth players as may be required by the STYSA or the USYS and/or the needs of the Association to operate an orderly soccer program. All competitions sponsored by the Association shall be planned and administered in cooperation with the STYSA in accordance with STYSA and USYS rules and regulations.

ARTICLE 16 - DISSOLUTION

- 16.1 The Association may be dissolved by a two-thirds (2/3) majority vote of the Member Clubs, provided that each club has received thirty (30) days written notice of the proposed action. Voting by the Member Club's shall be as defined in "ARTICLE X ELECTION OF OFFICERS AND DIRECTORS".
- In the event that the Association is dissolved or ceases to function, the Board shall make provisions to pay all Association liabilities. Assets of the Association shall be disposed of to pay Association liabilities and any balance remaining after payment of all known Association liabilities shall be disbursed to such organizations established exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

EXHIBIT II

The Cy-Fair Club, Inc.'s territorial boundaries shall be defined as follows: (taken from Cy-Fair ISD's boundary map)

- A. Beginning at a point where the western boundary of the Cy-Fair School District intersects with US-290, the southern boundary shall run southeast along US-290 to Cole Creek;
- B. Thence west along Cole Creek to Clara Road and south on Clara Road to Tanner Road;
- C. Thence west on Tanner Road to Brittmore and south along Brittmore to Clay Road;
- D. Thence east along Clay Road to South Pinemont and north along South Pinemont to the Southern Pacific Railroad (adjacent to US-290);
- E. Thence southeast along the Southern Pacific Railroad to the intersection with Turkey Creek;
- F. Thence northward along Turkey Creek to Belmore and north again along Belmore to North Houston Rosslyn Road;
- G. Thence northward along North Houston Rosslyn Road beyond to the section with White Oak Bayou to the intersection with the Klein Independent School District taking in part of the Aldine Independent School District:
- H. Thence eastward along the boundary with the Klein Independent School District to the intersection with SH 49 and then northward along SH 249 and then northward along SH 249 to Bammel-North Houston Road;
- I. Thence north on Bammel-North Houston Road to Greens Bayou and east along Greens Bayou to Veterans Memorial Drive (Stuebner-Airline Road);
- J. Thence north along Veterans Memorial Drive past FM 1960 to Cypress Creek and then westerly along Cypress Creek to SH 249 which is the joining point of the Cy-Fair Independent School District and the Tomball Independent School District;
- K. Thence northerly along SH 249 to the northern boundary of the Tomball Independent School District;
- L. Starting at the northern most point of SH 249 at the north boundary of the Tomball Independent School District' thence westerly along the northern boundary of the Tomball Independent School District to its western boundary;
- M. Thence southwesterly along the Tomball Independent School District's western boundary to its intersection with Muesche Road; and
- N. Thence south along Muesche Road to the Cy-Fair Independent School District's western boundary and southward to US-290.

TIMBERLINE YOUTH SOCCER ASSOCIATION BYLAWS

Adopted June 2, 1993 Revised November 3, 1993, October 1,1997 and July 1, 2002 SECTION 1 - DUTIES OF OFFICERS AND DIRECTORS

1.1 The President shall:

- 1.1.1 Preside at all meetings of the Board;
- 1.1.2 Appoint, subject to the approval of the Board, and supervise the activities of the Administrator;
- 1.1.3 Supervise the activities of the Vice Presidents:
- 1.1.4Provide guidance to Member Clubs regarding rules and regulations other than the Laws of the Game;
- 1.1.5 Appoint, subject to Board approval, such committees as may be required for the proper operation of the Association;
- 1.1.6Represent the Association at all meetings of the STYSA;
- 1.1.7Represent the Association at all public functions requiring Association attendance;
- 1.1.8Present a written annual report on the operations and financial condition of the Association at the Annual General Meeting, and;
- 1.1.9Perform such other duties as may be assigned by the Association.

1.2 The Executive Vice President shall:

- 1.2.1 Act in the absence of the President with the same powers and authority;
- 1.2.2Supervise the activities of the Association relative to publicity, awards, tournaments, camps and any other activity in which the Association may participate;
- 1.2.3 Represent the Association at meetings of the STYSA;
- 1.2.4Organize and serve as chairperson of the Discipline and Protest Committee ("D&P") [unless a matter involves his/her home club, in which case he/she shall appoint chairperson from the D&P Committee who shall not be from the club in question],
- 1.2.5 Act as chairperson of the Association scholarship committee so long as scholarships are offered by the Association;
- 1.2.6 Appoint members to assist as needed in accomplishing the above activities, and;
- 1.2.7Perform such other duties as may from time to time be assigned by the President.

1.3 The Vice President Coaches shall:

- 1.3.1Organize, develop and supervise a coordinated training program for all Association coaches;
- 1.3.2Organize, develop and supervise a coordinated skills program for Association players;
- 1.3.3 Serve on the Discipline and Protest Committee, in matters involving Association coaches;
- 1.3.4Act as the liaison between the STYSA State Coach and/or the USYSA and the Association regarding matters relative to South Texas Youth Soccer Association State Team Development Program/Olympic Development and STYSA or USYS approved coaches' training, and;
- 1.3.5 Serve as President of the Timberline Soccer Coaches Association ("TSCA"), if such an Association should exist, and;
- 1.3.6 Perform such other duties as may from time to time be assigned by the President.

- 1.4 The Vice President Publicity and Fund Raising Shall:
 - 1.4.1 Promote TYSA and Member Club programs through advertising of registration dates, tournaments, tryouts, etc., as directed by the TYSA Board.
 - 1.4.2Publish a TYSA newsletter for all TYSA registrants, on quarterly basis or as otherwise directed by the TYSA Board. Each club will have equal access to space in this newsletter through submittal from designated club personnel.
 - 1.4.3Develop press releases and submit them to local and national media to promote TYSA in the community.
 - 1.4.4Submit a publicity and fund raising budget to the TYSA Board.
 - 1.4.5Coordinate activities with the TYSA Board and Member clubs to further the goals of TYSA and Member Clubs including solicitation of contributions for youth soccer programs throughout the region from Foundations, Businesses, Government Agencies, and individuals through fundraising events, direct solicitations, and contracting other individuals to work on behalf of TYSA and Member clubs to raise funds.
- 1.5 The Vice President Scheduling shall:
 - 1.5.1Organize and coordinate the scheduling of each age division throughout the Association;
 - 1.5.2Prepare schedules for all inter-club and Association playoff play;
 - 1.5.3Act as a liaison between the STYSA and/or the USYS and the Association in matters relative to State, Regional and National competitions;
 - 1.5.4Coordinate and disseminate all necessary information relating to inter-club play and play-offs to all coaches and/or club schedulers, and;
 - 1.5.5 Perform such other duties as may from time to time be assigned by the President.
- 1.6 The Vice President Scorekeeping shall:
 - 1.6.1 Collect game reports, verify scores, keep accurate records and distribute standings of all inter-club play on a regular basis;
 - 1.6.2 Submit a list of all cautions and ejections recorded on the game reports to the Chairperson of the D&P Committee;
 - 1.6.3 Coordinate the purchase of awards and/or patches to be distributed to Association teams, and;
 - 1.6.4 Perform such other duties as may from time to time be assigned by the President.
- 1.7 The Treasurer shall:
 - 1.7.1 Prepare the Association budget and present it at the April Association meeting;
 - 1.7.2 Maintain all financial records of the Association;
 - 1.7.3 Provide monthly financial statements to all officers and directors;
 - 1.7.4 Coordinate the filing of all state and federal tax returns;
 - 1.7.5 Account for all receipts and disbursements of the Association. The treasurer shall keep the financial books and records of the Association in accordance with generally accepted accounting principles. Payment shall only be made for expenses approved by the Board and all checks in excess of \$250 drawn against an Association account shall bear the signature of any two of the Association Administrator, if one exists, Treasurer, Executive Vice President or the President;
 - 1.7.6Retain the services of a Certified Public Accountant to prepare an annual review of the books and

record of the Association, and;

- 1.7.7Perform such other duties as may from time to time be assigned by the President.
- 1.8 The Vice President Referees shall:
 - 1.8.1Coordinate a program to recruit and train referees to officiate Association sanctioned play;
 - 1.8.2Determine, in cooperation with the President, the financial requirement requirements of the Timberline Soccer Referee Association ("TSRA") to be funded by the Association and provide the Association Board with a full accounting of all expenditures on an annual basis;
 - 1.8.3 Develop a coordinated system to assure that all Association sanctioned play is properly officiated;
 - 1.8.4Represent the TSRA on the Association Board;
 - 1.8.5 Act as a member of the D&P Committee;
 - 1.8.6Act as a liaison between the Association and all other referee associations in the STYSA, and;
 - 1.8.7Perform such other duties as may from time to time be assigned by the President.

SECTION 2 - BOARD POWERS AND ADMINISTRATION

- 2.1 The Board shall transact all business of the Association and shall have the power to enforce the Constitution, Bylaws and Rules of Competition of this Association, the STYSA and the USYSA. It shall have the power to decide and settle all disputes, appeals and protest.
- 2.2 A quorum will exist to transact the business of the Association if 2/3 of the voting members of the Board of Directors are present.

SECTION 3 - STANDING COMMITTEES

The following shall be a standing committee of the Association:

- 3.1 Discipline and Protest Committee:
 - 3.1.1 This committee shall be appointed by the Executive Vice President and shall be composed of a representative appointed by each Member Club, the Vice President Referees, and in certain instances, the Vice President Coaches;
 - 3.1.2The Committee shall maintain records of all disciplinary offenses and enforcement of any sanctions of any such offenses;
 - 3.1.3The Committee shall report at each regular meeting of the Association on rulings and violations ocurring since the last regular meeting.
 - 3.1.4The Committee shall investigate all formal complaints against Member Clubs, Officers or Directors, which are not in accord with the Association's purpose as set forth in its Constitution;
 - 3.1.5 The Committee shall present the results of its investigation and its recommendations of sanctions relative to complaints against Member Clubs, Officers or Directors for Board Approval;
 - 3.1.6The Committee shall make the final ruling on all game forfeits, protests, grievances, appeals and disciplinary matters within its jurisdiction;
 - 3.1.7 The Committee shall make recommendations to the Board as to the settlement of disputes between Member Clubs.
 - 3.1.8 The Committee shall establish and administer a program to monitor sportsmanship of players, parents and coaches, quality of refereeing and conduct of coaches, and;

3.1.9 The Committee shall conduct such other investigations as shall be directed by the President and approved by the Board.

SECTION 4 - FINANCES

- 4.1 The Association shall administer its own budget, formulated and approved by the Board.
- 4.2 The Association shall have the authority to determine appropriate assessments on Member Clubs to permit it to function. Assessments will cover, among other things, such items as: state and national registration fees; administrative expenses authorized by the Board; the cost of Association provided equipment and awards; insurance for players, coaches, referees, officers and directors and such other expenses as my from time to time be approved by the Board. Unless otherwise K, assessments shall be on a per capita basis, viz. number of registered players. Generally, assessments will be determined prior to registration and will be collected at the time of registration.
- 4.3 The Association shall maintain a non-profit status with the Internal Revenue Service and the State of Texas. Additionally, the Association shall obtain and maintain exempt status from Texas Sales Tax.
- 4.4 The Treasurer of the Association shall arrange for an annual review of the books and records of the Association by an independent certified public accountant. In addition the Treasurer shall arrange for an audit of the Association's books and records at least once every two (2) years.
- 4.5 Officers and Directors who are authorized to collect and disburse funds shall be bonded.

SECTION 5 - MEMBER CLUBS

- 5.1 Each Member Club shall adopt an official name and register this name with the Association. Names of Member Clubs shall be sufficiently different from the Association's name and the name of other Member Clubs to preclude confusion.
- 5.2 Each Member Club shall adopt a constitution and bylaws and file them with the Association. These constitutions and bylaws shall not conflict with the Association's Constitution and Bylaws.
- 5.3 Each Member Club shall incorporate as, and maintain status as, a non-profit organization in the State of Texas.
- 5.4 Each Member Club shall abide by the Association rules and regulations in effect at the time of its application for membership or as may be subsequently adopted by the Association. Reasonable sanctions, including the expulsion of a Member Club, may be imposed by the Board for failure to comply with Association rules and regulations.
- 5.5 Member Clubs shall strive to field both boy's and girl's teams in all divisions of play sponsored by the Association. A minimum of ten (10) teams shall be required for admission to membership in the Association. Such membership shall be considered probationary for a period of one (1) year after acceptance into the Association. If a Member Club's participation should fall to ten (10) or fewer teams,

such Member Club will be considered to be in a probationary status for one (1) year. If at the end of the probationary period, either for a prospective new member or for a Member Club, participation has not increased substantially, the probationary member will be required to withdraw from the Association or combine with an existing Member Club.

- Each Member Club shall have a territory within the jurisdiction of the Association that shall be determined upon joining the Association and shall be acceptable to those clubs contiguous to this territory. Member clubs shall treat this territory as a franchise, granted by TYSA, giving them the exclusive right to promote and regulate USYS soccer, set fees, fundraise, and otherwise promote the interests of TYSA, STYSA and USYS within the clubs jurisdiction, subject to the overriding policies of TYSA. distributed by TYSA to the club of residence upon request.
- 5.7 An area within one Member Club may be transferred or annexed to another member club provided that:
 - 5.7.1 The area to be transferred is contiguous to the Member Club requesting the transfer;
 - 5.7.2 The area to be transferred is clearly defined by school/school district area, municipally, primary arteries or subdivisions;
 - 5.7.3 The transfer is approved by a two-thirds (2/3) majority of the coaches and of the parents of those registered fall season players in the affected area casting votes. The referendum is to be conducted under the direction of the Association.
 - 5.7.4 The transfer and transfer plan is approved by a two-thirds (2/3) majority of the Member Clubs' boards of directors directly involved in the transfer.
 - 5.7.5 The transfer and transfer plan is approved by a two-thirds (2/3) majority of the Association Board of Directors;
 - 5.7.6 The transfer and transfer plan is approved at all levels no later than April 30 to become effective for the next fall playing season.
- 5.8 Member Clubs may divide themselves into two or more clubs provided that each new club meets the membership provisions of the Association Constitution and Bylaws and obtains all necessary approvals from the Association. A two-thirds (2/3) majority approving vote of the Member Club's presidents is required prior to the division of an existing Club. Such division of an existing Member Club shall not result in one of the Member Clubs being placed in a probationary status, as defined above, due an insufficient number of teams.
- 5.9 Membership in the Association shall not be transferable or assignable.
- 5.10 Each Member Club shall be responsible for registering players. A player shall be considered "registered" when all required fees have been paid to the club by the player, all required paperwork has been completed and presented to the Club and the player's date of birth has been verified by a Club official. Member Clubs shall be responsible for forming teams from registered players in accordance with applicable Association rules and procedures.
- 5.11 Each Member Club shall establish its own schedule of fees for its players. Each club shall be responsible for the prompt payment of Association levies and fees. Such fees shall be due when the player is registered with the Association.
- 5.12 Each Member Club shall provide and maintain a sufficient number of playing fields to support its intra-club

- play. Such fields shall be of the proper size dictated by the age of the players. Fields shall be marked in accordance with Association guidelines.
- 5.13 Member Clubs shall maintain and promote good sportsmanship and conduct at all games.
- 5.14 Each Member Club is expected to provide a minimum uniform to each registered player.
- 5.15 Each Member Club may engage in promotions, solicitations for sponsorships and fund raising activities.
- 5.16 Each Member Club shall provide the Association Vice President Scheduling and the Association Administrator a list of teams and affiliated referee prior to the start of the second half of each playing season.
- 5.17 Each Member Club must maintain, one (1) active certified referee for every two (2) registered teams.
- 5.19 Member Clubs not complying with the above criteria will be limited as to the number of Association playoff slots allocated to the Member Club in direct proportion to the percentage of active certified referees available relative to the required number of referees. Clubs exceeding the above requirements will be allocated the unfilled slots based on criteria developed by the Vice President's developed by the Vice President Scheduling.

SECTION 6 - TIMBERLINE SOCCER REFEREE ASSOCIATION

- 6.1 The Association shall sponsor and support an independent referee's association.
- 6.2 The referee's association shall adopt the name TIMBERLINE SOCCER REFEREE ASSOCIATION ("TSRA") unless the Board approves another name, which clearly identifies its relationship with the Association.
- 6.3 The referee's association shall provide referee services for all Association sanctioned games. It shall also provide referee services to the STYSA at the Association's request.
- 6.4 Liability and medical insurance for members and officers of the referee's association shall be provided by the Association.
- 6.5 The President of the TSRA or his alternate will assume the position of Vice President Referees on the Association Board, subject to the Board's approval.
- 6.6 The Association will provide operating funds for equipment, training and services based upon a mutually agreed upon budget. The TSRA shall provide the Association with an annual budget as well as an annual accounting of all funds provided to the TSRA by the Association.
- 6.7 Each Member Club will provide the TSRA with the name of an individual who will act as the club's referee scheduler. Such individual will be the liaison between the TSRA and the TSRA and the individual Member Club.

SECTION 7 - TIMBERLINE SOCCER COACHES' ASSOCIATION

- 7.1 The Association shall sponsor and support coaches' association.
- 7.2 The coaches' association shall adopt the name TIMBERLINE SOCCER COACHES' ASSOCIATION ("TSCA").unless the Board approves another name which clearly identifies its relationship with he Association.
- 7.3 The President of the TSCA or his alternate shall be the Association Vice President Coaches, subject to Board approval.
- 7.4 All registered coaches of Member Club teams shall be members of the TSCA.
- 7.5 The TSCA shall strive to provide coaches' education programs, which will enhance the Association's overall soccer program.

SECTION 8 - AMENDMENTS

Any proposal or motions to amend these Bylaws must be made in writing to the Association Administrator for distribution to the Board. In addition, twenty-eight (28) days written notice to each Board member of a meeting to amend these Bylaws shall be required. Such notice shall contain the proposed amendments, as well as, the time and place of the meeting. Amendments to these Bylaws may be approved at any duly constituted meeting by a two-thirds (2/3) majority vote of a quorum. Such majority must include a two-thirds (2/3) majority of the Member Club Presidents and the total Board even if all members of the Board are not present at the meeting.

SECTION 9 - AMENDMENTS

9.1 The TYSA Rules of Competition shall govern play of the game within the Association.