

By-Laws
Hayward Youth Soccer League
A California Nonprofit Public Benefit Corporation

1) Name and Principal Office

a) Name: The name of this Corporation is "Hayward Youth Soccer League, Incorporated" (hereinafter HYSL).

b) Principal Office: The principal office of HYSL shall be at a place located in the City of Hayward, California, designated by resolution of the Board of Directors.

2) Boundaries and Territories

Boundaries: The boundaries of HYSL shall be the City of Hayward, inclusive of the current (1988) U.S. Postal Service Zip Codes 94541, 94542, 94544, 94545 and any other Zip codes which may be added by the US Postal Service within the limits of the City of Hayward in the future, except for:

1) That area within the New Haven School District consisting of Hill View Crest Elementary School, in which case students attending said school shall be allowed to play youth soccer in either the Union City Youth Soccer League or HYSL

2) That area within the San Lorenzo Unified School District consisting of Lorenzo Manor School, Colonial Acres School, Edendale School and Saint John's Catholic School (all elementary schools).

3) Purpose

1) Purpose: The purpose and objectives of this League shall be to develop, promote and govern the game of soccer among youth under the age of 19 without regard to race, creed, sex or ability within the City of Hayward and its surrounding communities.

2) Nonprofit Standards: No substantial part of the activities of HYSL shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation, and HYSL shall not participate or intervene in any political campaign (including publishing or distributing of statements) on behalf of any candidate for public office or for or against any measure being submitted to the people for a public referendum.

3) Tax Exempt Status: HYSL is organized and operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of

the United States Internal Revenue Code (US IRC). Notwithstanding any other provision of these By-Laws, HYSL shall not carry on any other activities not permitted to be carried on by: (a) a Corporation exempt from Federal Income Tax under provisions of Section 501(c)(3), (US IRC); or (b) a Corporation, contributions to which are deductible under Section 170 (c)(2), (US IRC).

4) Affiliation

1) Affiliation: The Corporation shall be affiliated with District IV of the California Youth Soccer Association-North (CYSA-N), the United States Youth Soccer Association (USYSA) and the United States Soccer Federation (USSF).

2) Sister League: Southern Alameda County Youth Soccer League (SACYSL) is recognized as a Special Sister League of HYSL by virtue of being the parent league from which HYSL has been created. To that end, every effort shall be made to schedule games at the recreational level within HYSL. In the event of too few teams existing within any age or sex division, HYSL shall schedule its team in inter-league play with SACYSL and/or Union City Youth Soccer League in a spirit of cooperation. The purpose of such inter-league play shall be to guarantee to all registered players, regardless of age, sex, or residence, that they will be able to play regularly scheduled games for the duration of the designated playing season.

5) Authorities

1) By-Laws: HYSL is governed by these By-Laws and the Constitution and By-Laws of CYSA-N, except where superseded by the Constitution or By-Laws of USYSA or USSF, or by authority of the Federal Government and the State of California.

2) Authority: The governing authority of HYSL shall be its Board of Directors, whose powers and responsibilities are described herein these By-Laws. All member teams, their players, coaches, parents, and referees shall abide by these By-Laws, the Rules of Play, the Regulations of HYSL as set forth by the Board of Directors and all applicable rules and regulations of the associations with which HYSL is affiliated.

6) Membership

1) Eligibility: Each parent or guardian of registered HYSL players, each team coach, one assistant coach, one team coordinator, each director, each officer and each referee who has refereed at least twelve (12) league soccer games in the prior year shall be a member of this Corporation and shall be entitled to one (1) vote at General Membership meetings, provided that each member pays the membership fee which shall be set by the Board of Directors from time to time, and that the member is at least eighteen years of age.

2) Dues and Fees: HYSL shall charge such dues and other fees for participation in its programs as shall be established by the Board of Directors.

7) Operating Periods

1) Fiscal Year: The fiscal year of the HYSL is from January 1 thru December 31.

2) Seasonal Year: The membership year is from September 1 thru August 31 of the following year.

8) Selection of Officers and Directors

1) Election of Directors: An annual meeting of the membership shall be held on a specified date in November of each year at a time and place designated by the Board of Directors for the purpose of electing those directors whose term of office shall begin the following January 1. The term of office shall be for two (2) years, or until his or her successor is installed in office.

2) Number of Directors: The number of directors shall be eighteen (18). Nine (9) directors shall be elected for two (2) year terms in odd numbered years and nine (9) directors shall be elected for two (2) year terms in even numbered years. Only the eighteen (18) elected directors, and any successors named by the Board of Directors, shall be voting members of the Board of Directors of the Corporation.

3) Selection of Directors: The election of Directors shall be as directed by the Nomination and Election Committee, a committee composed of three (3) members of the Corporation, two (2) of whom shall be directors who are not candidates for election as a Director. The Nomination and Election Committee shall be elected by the Board of Directors at its regular meeting in August of each year.

4) Director Vacancies: Vacancies on the Board of Directors shall be filled by the Board of Directors upon the occurrence during any term of office.

5) Officer's Selected from the Board of Directors: At the first meeting of the Board of Directors in January; the eighteen (18) Directors shall, from among their number, elect the following officers:

A) **President**: The President shall have general supervision over all the affairs of the League and shall call and preside at all meetings of the League and the Board. The President shall be an ex-officio member of all committees and appoint chairpersons and members of committees consistent with these by-laws. The President shall serve as primary liaison with the Hayward Area Recreation District and with the CYSA.

B) **Treasurer:** In the absence of the President, the Treasurer shall preside at meetings of the Board of Directors and serve as the secondary liaison with the CYSA. The Treasurer shall collect all monies and receive and hold all securities of the League and shall deposit and disburse the same as directed by the Board. The Treasurer may only make disbursements on the funds which have been first been deposited in accounts of the League. The Treasurer shall keep accounts of the League, which shall be open for inspection as directed by these by-laws or the Board. The Treasurer shall submit full monthly written statements of accounts to the Board (made available at each Board meeting). The Treasurer shall submit a summary financial report at the Annual General Meeting.

C) **Secretary:** In the absence of the President and the Treasurer the Secretary shall preside at the meetings of the Board of Directors. The Secretary shall keep the minutes of all the meetings of the League and the Board, shall take charge of all permanent records, except securities of the League, and shall issue notices of other correspondence to the membership, including monthly newsletters and web site updates.

D) **Competitive Coaching Coordinator:** In the absence of the President, Treasurer, or Secretary the Competitive Coaching Coordinator shall preside at the meetings of the Board of Directors. The Competitive Coaching Coordinator shall serve as the secondary liaison with the CYSA. The Competitive Coaching Coordinator shall recruit coaches and assistant coaches for the teams in the age group of responsibility. The Competitive Coaching Coordinator shall review all coaching applications and make recommendations to the Board. The Competitive Coaching Coordinator shall conduct training and evaluation programs consistent with the policies of the League. The Competitive Coaching Coordinator shall conduct all coaches meetings for the division of responsibility.

E) **Registrar:** The Registrar shall certify on team rosters that all players are properly registered and administratively qualified. The Registrar will plan and coordinate the registration activities of the League. The Registrar will coordinate activities of the League with other league registrars and the District 4 registrar as appropriate. Registration duties will extend through the regular League season into the winter period.

F) **House Coaching Coordinators (2 - Girls and Boys):** The House Coaching Coordinators recruit coaches and assistant coaches for the teams in the age groups of responsibility. The House Coaching Coordinators shall review all coaching applications and make recommendations to the Board. The House Coaching Coordinators shall conduct training and evaluation programs consistent with the policies of the league. The House Coaching Coordinators shall conduct regular coaches meeting for the division of responsibility.

G) **Field and Equipment Coordinator:** The Field and Equipment Coordinator will be responsible for controlling and accounting for all field equipment, obtaining

field permits, scheduling the fields for practice, and ensuring field preparation during the season. The Field and Equipment Coordinator will also be responsible for the ordering and distribution of all HYSL team uniforms.

H) **Referee Coordinator:** The Referee Coordinator shall be responsible for the training and assessment of all referees in the League. This includes coordination with the District 4 Referee Coordinator, conducting licensing clinics and in service training and assessing the capabilities of the League's referees. The Referee Coordinator will also be responsible for referee scheduling.

I) **Tournament Coordinator:** The Tournament Coordinator shall plan, coordinate, and administer all tournaments sponsored by the League and/or held on League fields.

J) **Snack Bar Coordinator:** The Snack Bar Coordinator shall be responsible for maintaining snack bar activity during the season and on special days at the fields that are a part of the League calendar. The Snack Bar Coordinator shall be responsible for purchasing salable goods and maintaining the snack bar operation. The Snack Bar Coordinator shall present to the Board a monthly accounting of all monies received and all expenses incurred and shall turn over all monies to the Treasurer for deposit into the League account.

K) **House Team Coordinators (5):** The House Team Coordinators shall supervise all activities in the age/gender group of responsibility. The House Team Coordinators shall serve as the agent of all the players and coaches within the applicable age/gender group. The House Team Coordinators will also be responsible for assisting the registrar to ensure that all players within their respective divisions are properly registered.

L) **Competitive Team Coordinators (2):** The Competitive Team Coordinators shall supervise all activities for the competitive teams (including tryouts, team formation, etc.) The Competitive Team Coordinators shall serve as the agent of all the competitive players and coaches. The Competitive Team Coordinators will also be responsible for assisting the registrar to ensure that all players within their respective divisions are properly registered.

6) Officer and Director Compensation: Neither Directors nor Officers shall receive any stated salaries for their services. HYSL, as a non-profit Corporation, complies with the prohibition against distributing gains, profits, or other pecuniary benefits to its members. Directors and Officers shall be allowed reasonable reimbursement for expense incurred in the performance of their duties, but only with the approval of the Board of Directors. Neither the Directors nor the Officers shall be personally liable for the debts, liabilities, or other obligations of HYSL.

9) **Conduct of Business**

1) Annual General Meeting: HYSL shall conduct an Annual General Meeting on the second Wednesday of November of each year with written notice sent in advance to all members and all members of the Board of Directors.

1) The purpose of the meeting shall be:

- (a) Election of members of the Board of Directors
- (b) By-Law amendments, if so indicated in the meeting notice
- (c) Any other agenda items approved by the Board

2) Voting members shall consist of all members present, membership as defined in Article 6(a), Membership, above. Voting by proxy shall be prohibited.

3) The number of members present at the meeting shall constitute a quorum.

2) Board Meetings: Regular meeting of the Board of Directors shall be held each month at a time and place designated by the Board of Directors. Any member of HYSL shall have the privilege of adding an item to the agenda for the purpose of debating that issue for a period not to exceed five (5) minutes.

3) General Membership Meetings: General Membership meetings shall be held at least once per month for the months of June through December, inclusive, at a time and place which the Board of Directors may from time to time designate.

4) Official Colors: The official colors of HYSL shall be Royal Blue, Scarlet Red, Gold, White and Black. This applies to all teams traveling outside the League boundaries for competitive play. All teams playing within League boundaries may have colors approved by the Board of Directors. Teams playing with Sister Leagues may have colors approved by the Board of Directors.

5) Removal of Board Members

1) Absence of an Officer or Director for three (3) consecutive regular meetings shall be deemed a seconded motion for removal from office, unless that Director shall have sufficient excuse for the three absences. The Secretary shall direct a written notice to the affected Officer(s) or Director(s) within seven (7) days of any second consecutive absence.

2) A Board Member shall be removed from office with a two-thirds (2/3) vote of the entire Board membership.

6) Contracts: The Board of Directors shall have exclusive authority to enter into contracts on behalf of HYSL.

10) Protests and Appeals

The procedure for administration of protests and appeals shall be contained in the Rules and Regulations of HYSL.

11) Rules of Order

HYSL shall be governed by Robert's Rules of Order at all meetings unless otherwise agreed to by the participants; insofar as such rules are not inconsistent, or in conflict with the By-Laws, rules, and regulations by which HYSL is governed.

12) Changes to These By-Laws

These By-Laws may be altered, amended, or repealed, and new By-Laws may be adopted at a general meeting of the membership of HYSL by a majority vote of all members present, providing that notice of the proposed action is mailed to each of the members at least thirty (30) days prior to the date of the meeting.

13) Dissolution

Upon the dissolution and winding up of the activities of the Corporation, and after paying or adequately providing for all debts and liabilities of this Corporation, the remaining assets, if any, shall be distributed to the Hayward Area Recreation and Parks Department (HARD), or its related foundation, provided that organization has established its tax exempt status under Section 501(c)(3) (US IRC). The property of HYSL is irrevocable dedicated to educational and charitable purposes and no part of the net income or assets of HYSL shall ever inure to the benefit of any Director, Officer, or member of HYSL or to the benefit of any private person